


| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING | | | | | | FORM 3 AMENDED REPORT <input type="checkbox"/> | | | | |
|--|-----------|------------------|--|--|--|--|---------------------------------------|----------|-------|--------|
| APPLICATION FOR PERMIT TO DRILL | | | | | | 1. WELL NAME and NUMBER 14-33D-35 BTR | | | | |
| 2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/> | | | | | | 3. FIELD OR WILDCAT ALTAMONT | | | | |
| 4. TYPE OF WELL Oil Well Coalbed Methane Well: NO | | | | | | 5. UNIT or COMMUNITIZATION AGREEMENT NAME | | | | |
| 6. NAME OF OPERATOR BILL BARRETT CORP | | | | | | 7. OPERATOR PHONE 303 312-8134 | | | | |
| 8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202 | | | | | | 9. OPERATOR E-MAIL tfallang@billbarrettcorp.com | | | | |
| 10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 2OG0005608 | | | 11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/> | | | 12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/> | | | | |
| 13. NAME OF SURFACE OWNER (if box 12 = 'fee') Tren Grant | | | | | | 14. SURFACE OWNER PHONE (if box 12 = 'fee') 801-560-2789 | | | | |
| 15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') PO Box 891990, Park City, UT 84098 | | | | | | 16. SURFACE OWNER E-MAIL (if box 12 = 'fee') | | | | |
| 17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') | | | 18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/> | | | 19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/> | | | | |
| 20. LOCATION OF WELL | | FOOTAGES | | QTR-QTR | SECTION | TOWNSHIP | RANGE | MERIDIAN | | |
| LOCATION AT SURFACE | | 633 FSL 1913 FWL | | SESW | 33 | 3.0 S | 5.0 W | U | | |
| Top of Uppermost Producing Zone | | 810 FSL 1980 FWL | | SESW | 33 | 3.0 S | 5.0 W | U | | |
| At Total Depth | | 810 FSL 1980 FWL | | SESW | 33 | 3.0 S | 5.0 W | U | | |
| 21. COUNTY DUCHESNE | | | 22. DISTANCE TO NEAREST LEASE LINE (Feet) 810 | | | 23. NUMBER OF ACRES IN DRILLING UNIT 640 | | | | |
| | | | 25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 2000 | | | 26. PROPOSED DEPTH MD: 10075 TVD: 10070 | | | | |
| 27. ELEVATION - GROUND LEVEL 5780 | | | 28. BOND NUMBER LPM8874725 | | | 29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-180 | | | | |
| Hole, Casing, and Cement Information | | | | | | | | | | |
| String | Hole Size | Casing Size | Length | Weight | Grade & Thread | Max Mud Wt. | Cement | Sacks | Yield | Weight |
| Cond | 26 | 16 | 0 - 80 | 65.0 | Unknown | 8.8 | No Used | 0 | 0.0 | 0.0 |
| Surf | 12.25 | 9.625 | 0 - 3100 | 36.0 | J-55 ST&C | 8.8 | Halliburton Light , Type Unknown | 470 | 3.16 | 11.0 |
| | | | | | | | Halliburton Premium , Type Unknown | 210 | 1.36 | 14.8 |
| Prod | 8.75 | 9.625 | 0 - 10075 | 17.0 | P-110 LT&C | 9.6 | Unknown | 670 | 2.31 | 11.0 |
| | | | | | | | Unknown | 920 | 1.42 | 13.5 |
| ATTACHMENTS | | | | | | | | | | |
| VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES | | | | | | | | | | |
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | | | | | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN | | | | | |
| <input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE) | | | | | <input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER | | | | | |
| <input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED) | | | | | <input checked="" type="checkbox"/> TOPOGRAPHICAL MAP | | | | | |
| NAME Venessa Langmacher | | | | TITLE Senior Permit Analyst | | | PHONE 303 312-8172 | | | |
| SIGNATURE | | | | DATE 04/25/2013 | | | EMAIL vlangmacher@billbarrettcorp.com | | | |
| API NUMBER ASSIGNED 43013521620000 | | | | APPROVAL  Permit Manager | | | | | | |

BILL BARRETT CORPORATION

DRILLING PLAN

14-33D-35 BTR

SE SW, 633' FSL and 1913' FWL, Section 33, T3S-R5W, USB&M (surface hole)

SE SW, 810' FSL and 1980' FWL, Section 33, T3S-R5W, USB&M (bottom hole)

Duchesne County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

| <u>Formation</u> | <u>Depth – MD</u> | <u>Depth - TVD</u> |
|-------------------------|--------------------------|---------------------------|
| Green River | 3,313' | 3,313' |
| Mahogany | 4,009' | 4,008' |
| Lower Green River* | 5,426' | 5,423' |
| Douglas Creek | 6,294' | 6,290' |
| Black Shale | 7,177' | 7,172' |
| Castle Peak | 7,365' | 7,360' |
| Uteland Butte | 7,674' | 7,669' |
| Wasatch* | 7,912' | 7,907' |
| TD | 10,075' | 10,070' |

*PROSPECTIVE PAY

The Wasatch and the Lower Green River are primary objectives for oil/gas.

3. BOP and Pressure Containment Data

| <u>Depth Intervals</u> | <u>BOP Equipment</u> |
|---|---|
| 0 – 3,100' | No pressure control required |
| 3,100' – TD | 11" 5000# Ram Type BOP 11" 5000# Annular BOP |
| - Drilling spool to accommodate choke and kill lines; | |
| - Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2; | |
| - The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests. | |
| - BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner. | |

4. Casing Program

| <u>Hole Size</u> | <u>SETTING DEPTH</u> | | <u>Casing Size</u> | <u>Casing Weight</u> | <u>Casing Grade</u> | <u>Thread</u> | <u>Condition</u> |
|-------------------------|-----------------------------|--------------------|---------------------------|-----------------------------|----------------------------|----------------------|-------------------------|
| | <u>(FROM)</u> | <u>(TO)</u> | | | | | |
| 26" | Surface | 80' | 16" | 65# | | | |
| 12 1/4" | Surface | 3,100' | 9 5/8" | 36# | J or K 55 | ST&C | New |
| 8 3/4" | Surface | TD | 5 1/2" | 17# | P-110 | LT&C | New |

Bill Barrett Corporation
Drilling Program
14-33D-35 BTR
Duchesne County, Utah

5. Cementing Program

| | |
|--------------------------|---|
| 16" Conductor Casing | Grout |
| 9 5/8" Surface Casing | Lead: 470 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 2,600' |
| 5 1/2" Production Casing | Lead: 670 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 2,600' Tail: 920 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 6,677' |

6. Mud Program

| <u>Interval</u> | <u>Weight</u> | <u>Viscosity</u> | <u>Fluid Loss</u> <u>(API filtrate)</u> | <u>Remarks</u> |
|---|---------------|------------------|--|----------------------------------|
| 0' – 80' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 80' – 3,100' | 8.3 – 8.8 | 26 – 36 | NC | Freshwater Spud Mud Fluid System |
| 3,100' – TD | 8.6 – 9.6 | 42-52 | 20 cc or less | DAP Polymer Fluid System |
| Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag. | | | | |

7. Testing, Logging and Core Programs

| | |
|----------|---|
| Cores | None anticipated; |
| Testing | None anticipated; drill stem tests may be run on shows of interest; |
| Sampling | 30' to 50' samples; surface casing to TD. Preserve samples all show intervals; |
| Surveys | MWD as needed to land wellbore; |
| Logging | DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion. |

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 5026 psi* and maximum anticipated surface pressure equals approximately 2811 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

Bill Barrett Corporation
Drilling Program
14-33D-35 BTR
Duchesne County, Utah

9. Auxiliary Equipment

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
 - b) Inside BOP or stab-in valve (available on rig floor)
 - c) Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W water right number 43-180.

11. Drilling Schedule

| | |
|------------------------|------------------------|
| Location Construction: | November 2013 |
| Spud: | November 2013 |
| Duration: | 15 days drilling time |
| | 6 days completion time |



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: 14-33D-35 BTR

Surface Hole Data:

| | |
|----------------|---------|
| Total Depth: | 3,100' |
| Top of Cement: | 0' |
| OD of Hole: | 12.250" |
| OD of Casing: | 9.625" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 1425.0 | ft ³ |
| Lead Fill: | 2,600' | |
| Tail Volume: | 274.0 | ft ³ |
| Tail Fill: | 500' | |

Cement Data:

| | | |
|--------------|------|---------------------|
| Lead Yield: | 3.16 | ft ³ /sk |
| % Excess: | 75% | |
| Top of Lead: | 0' | |

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 470 |
|--------------|-----|

| | | |
|--------------|--------|---------------------|
| Tail Yield: | 1.36 | ft ³ /sk |
| % Excess: | 75% | |
| Top of Tail: | 2,600' | |

| | |
|--------------|-----|
| # SK's Tail: | 210 |
|--------------|-----|

Production Hole Data:

| | |
|----------------|---------|
| Total Depth: | 10,075' |
| Top of Cement: | 2,600' |
| Top of Tail: | 6,677' |
| OD of Hole: | 8.750" |
| OD of Casing: | 5.500" |

Calculated Data:

| | | |
|--------------|--------|-----------------|
| Lead Volume: | 1544.7 | ft ³ |
| Lead Fill: | 4,077' | |
| Tail Volume: | 1287.6 | ft ³ |
| Tail Fill: | 3,398' | |

Cement Data:

| | | |
|-------------|------|---------------------|
| Lead Yield: | 2.31 | ft ³ /sk |
| Tail Yield: | 1.42 | ft ³ /sk |
| % Excess: | 50% | |

Calculated # of Sacks:

| | |
|--------------|-----|
| # SK's Lead: | 670 |
| # SK's Tail: | 920 |

| |
|---|
| 14-33D-35 BTR Proposed Cementing Program |
|---|

| <u>Job Recommendation</u> | <u>Surface Casing</u> |
|-----------------------------------|--|
| Lead Cement - (2600' - 0') | |
| Halliburton Light Premium | Fluid Weight: 11.0 lbm/gal |
| 5.0 lbm/sk Silicalite Compacted | Slurry Yield: 3.16 ft ³ /sk |
| 0.25 lbm/sk Kwik Seal | Total Mixing Fluid: 19.48 Gal/sk |
| 0.125 lbm/sk Poly-E-Flake | Top of Fluid: 0' |
| 2.0% Bentonite | Calculated Fill: 2,600' |
| | Volume: 253.78 bbl |
| | Proposed Sacks: 470 sks |
| Tail Cement - (TD - 2600') | |
| Premium Cement | Fluid Weight: 14.8 lbm/gal |
| 2.0% Calcium Chloride | Slurry Yield: 1.36 ft ³ /sk |
| | Total Mixing Fluid: 6.37 Gal/sk |
| | Top of Fluid: 2,600' |
| | Calculated Fill: 500' |
| | Volume: 48.80 bbl |
| | Proposed Sacks: 210 sks |

| <u>Job Recommendation</u> | <u>Production Casing</u> |
|---------------------------------------|--|
| Lead Cement - (6677' - 2600') | |
| Tuned Light™ System | Fluid Weight: 11.0 lbm/gal |
| | Slurry Yield: 2.31 ft ³ /sk |
| | Total Mixing Fluid: 10.65 Gal/sk |
| | Top of Fluid: 2,600' |
| | Calculated Fill: 4,077' |
| | Volume: 275.11 bbl |
| | Proposed Sacks: 670 sks |
| Tail Cement - (10075' - 6677') | |
| Econocem™ System | Fluid Weight: 13.5 lbm/gal |
| 0.125 lbm/sk Poly-E-Flake | Slurry Yield: 1.42 ft ³ /sk |
| 1.0 lbm/sk Granulite TR 1/4 | Total Mixing Fluid: 6.61 Gal/sk |
| | Top of Fluid: 6,677' |
| | Calculated Fill: 3,398' |
| | Volume: 229.31 bbl |
| | Proposed Sacks: 920 sks |

T3S, R5W, U.S.B.&M.

BILL BARRETT CORPORATION

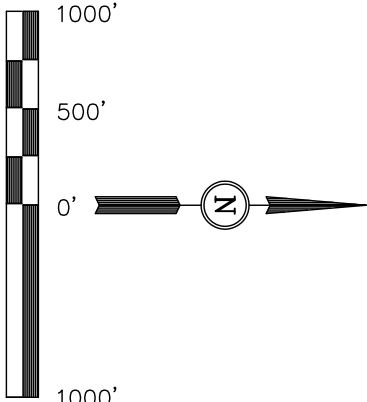
Well location, #14-33D-35 BTR, located as shown in the SE 1/4 SW 1/4 of Section 33, T3S, R5W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M. TAKEN FROM THE DUCHESE SE QUADRANGLE, UTAH, DUCHESE COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



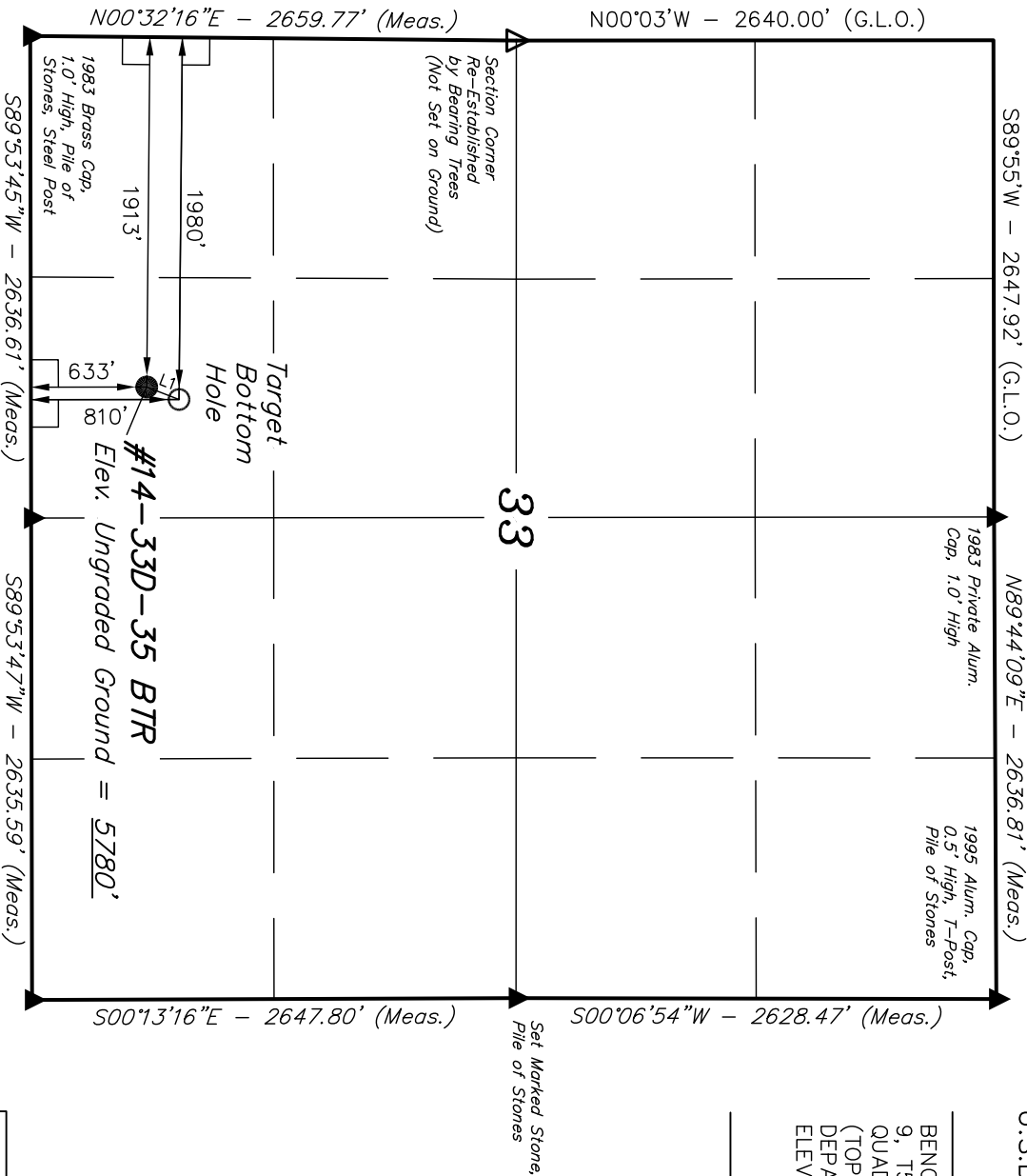
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
KAX
REGISTRATION NO. 161319
STATE OF UTAH
07-31-12

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000' DATE SURVEYED: 07-24-12 DATE DRAWN: 07-26-12

PARTY T.A. R.W. Z.L. REFERENCES G.L.O. PLAT
WEATHER HOT FILE BILL BARRETT CORPORATION

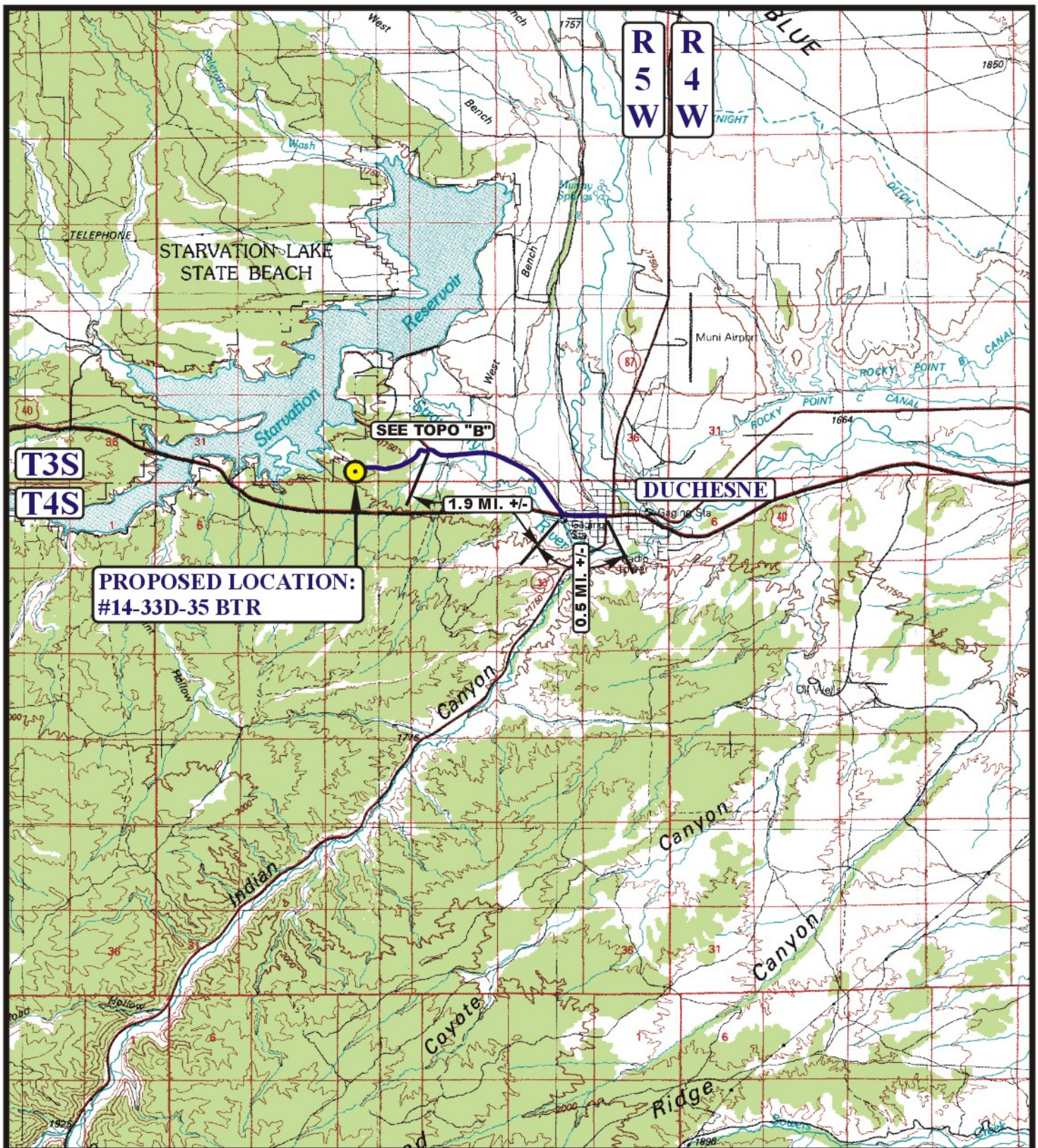


LEGEND:

- 90° SYMBOL
- PROPOSED WELL HEAD.
- SECTION CORNERS LOCATED.
- SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground.)

| LINE TABLE | | |
|------------|-------------|---------|
| LINE | DIRECTION | LENGTH |
| L1 | N21°07'03"E | 189.42' |

| NAD 83 (TARGET BOTTOM HOLE) | | NAD 83 (SURFACE LOCATION) | |
|--|--|--|--|
| LATITUDE = 40°10'17.65" (40.171569) | LATITUDE = 40°10'15.90" (40.171083) | LATITUDE = 40°10'17.80" (40.171611) | LATITUDE = 40°10'16.05" (40.171125) |
| LONGITUDE = 110°27'27.43" (110.457619) | LONGITUDE = 110°27'28.31" (110.457864) | LONGITUDE = 110°27'24.87" (110.456908) | LONGITUDE = 110°27'25.75" (110.457153) |



LEGEND:

 PROPOSED LOCATION



BILL BARRETT CORPORATION

#14-33D-35 BTR

SECTION 33, T3S, R5W, U.S.B.&M.

633' FSL 1913' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

ACCESS ROAD
M A P

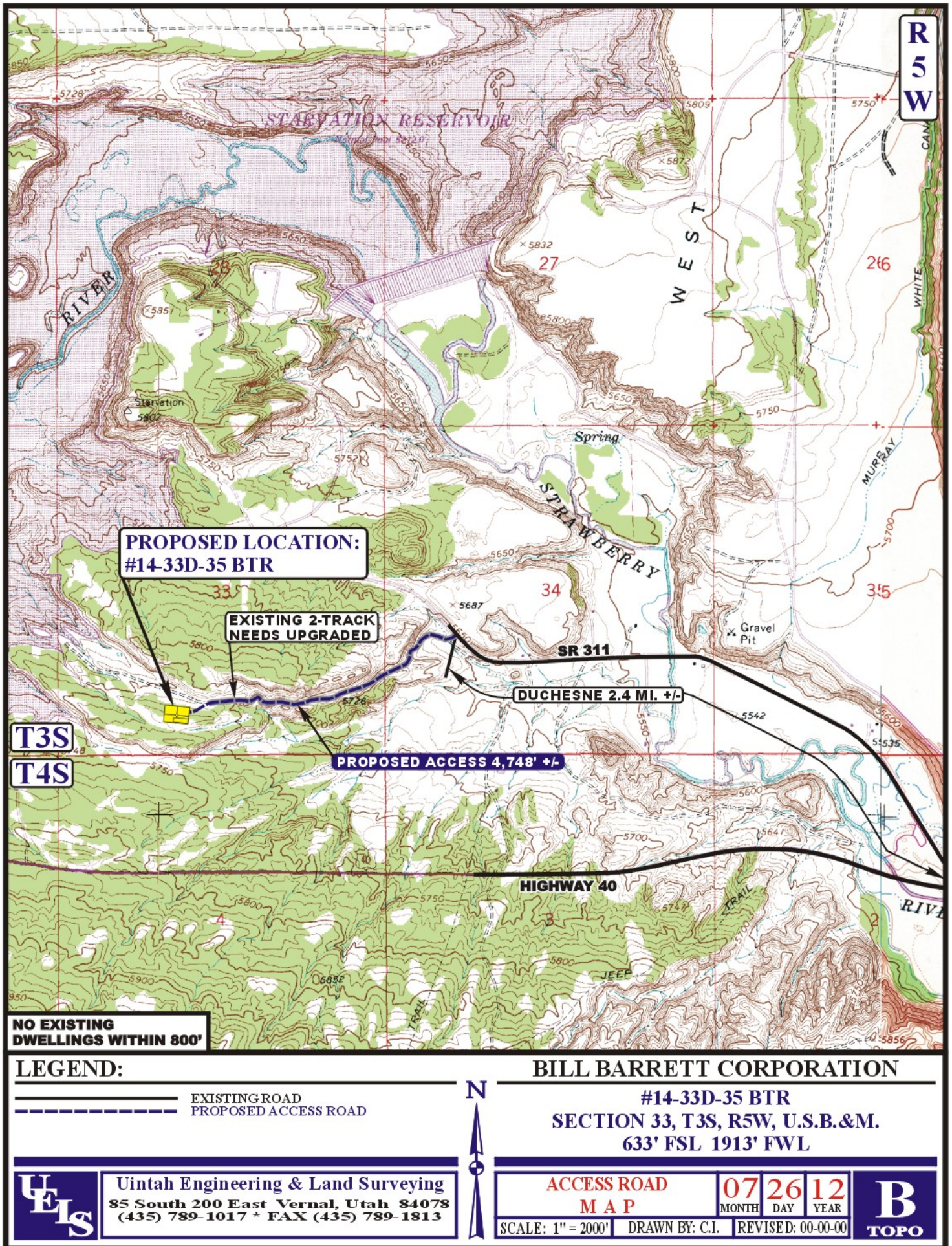
07 26 12
 MONTH DAY YEAR

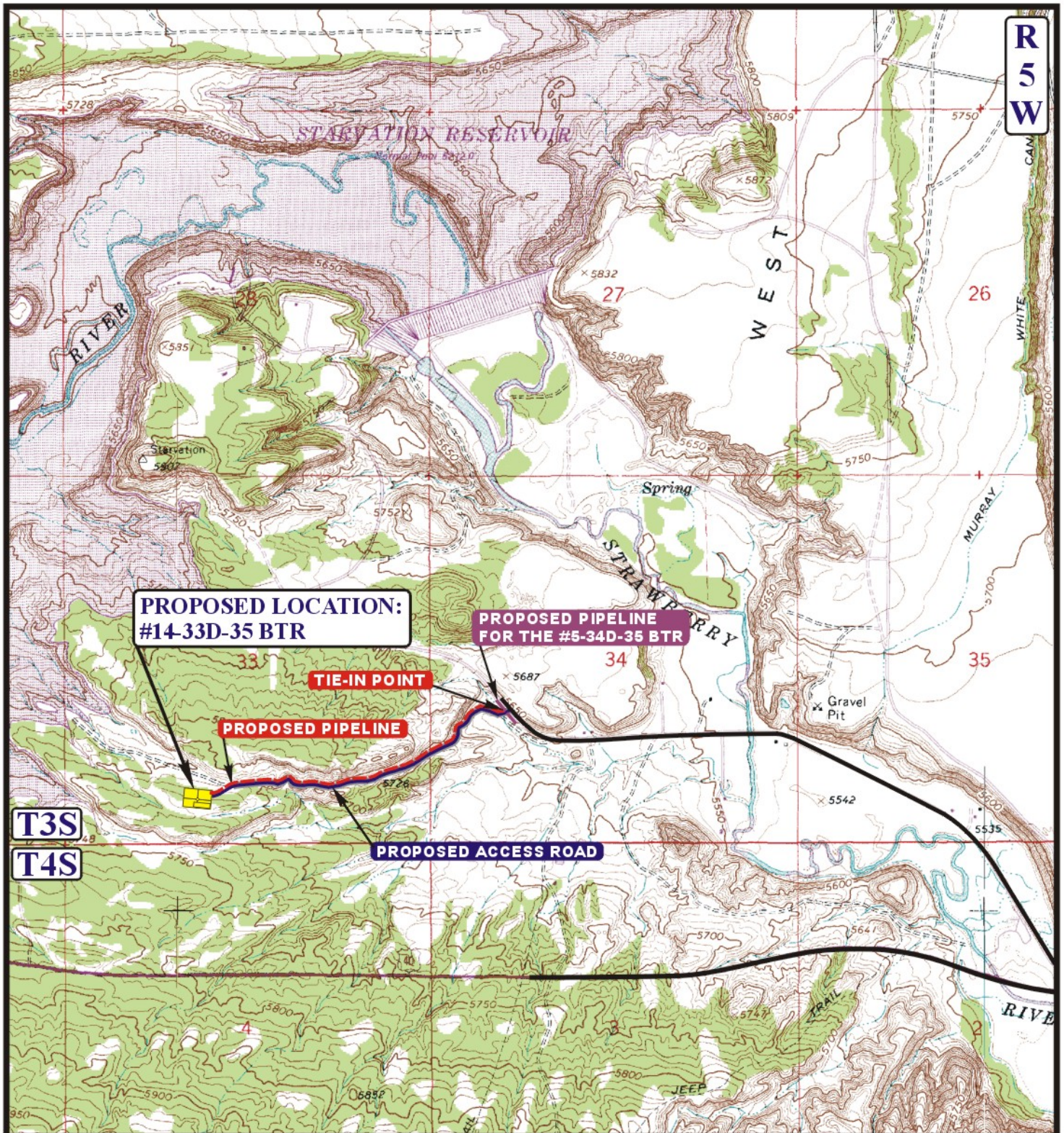
SCALE: 1: 100,000

DRAWN BY: C.I.

REVISED: 00-00-00







APPROXIMATE TOTAL PIPELINE DISTANCE = 4,632' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- - - - - PROPOSED PIPELINE
- - - - - PROPOSED PIPELINE (SERVICING OTHER WELLS)



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BILL BARRETT CORPORATION

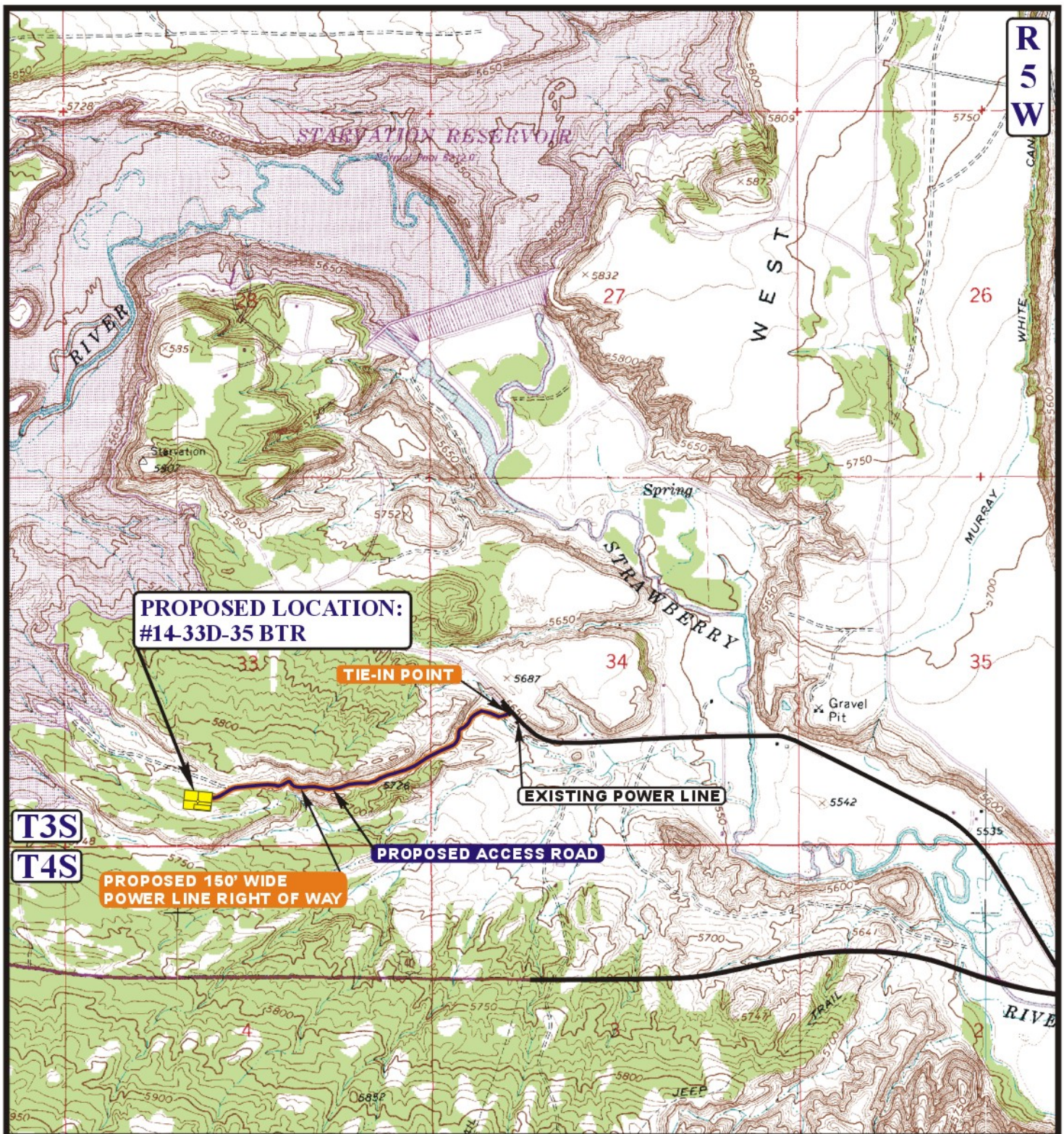
#14-33D-35 BTR
SECTION 33, T3S, R5W, U.S.B.&M.
633' FSL 1913' FWL

**TOPOGRAPHIC
MAP**

07 26 12
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.I. REVISED: 00-00-00





APPROXIMATE TOTAL POWER LINE DISTANCE = 4,729' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED POWER LINE
- - - - - EXISTING POWER LINE

BILL BARRETT CORPORATION

#14-33D-35 BTR

SECTION 33, T3S, R5W, U.S.B.&M.

633' FSL 1913' FWL



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



**TOPOGRAPHIC
MAP**

07 26 12
 MONTH DAY YEAR

SCALE: 1" = 2000' **DRAWN BY: C.I.** **REVISED: 00-00-00**

**D
TOPO**



SITE DETAILS: 14-33D-35 BTR
Blacktail Ridge

Site Latitude: 40° 10' 16.050 N
Site Longitude: 110° 27' 25.751 W

COMPANY DETAILS: BILL BARRETT CORP

Calculation Method: Minimum Curvature
Error System: ISCWSA
Scan Method: Closest Approach 3D
Error Surface: Elliptical Conic
Warning Method: Error Ratio

Positional Uncertainty: 0.0
Convergence: 0.67
Local North: True

WELL DETAILS: 14-33D-35 BTR

Ground Level: 5779.0

| +N/-S | +E/-W | Northing | Easting | Latitude | Longitude | Slot |
|-------|-------|-----------|------------|------------------|-------------------|------|
| 0.0 | 0.0 | 671076.70 | 2291413.13 | 40° 10' 16.050 N | 110° 27' 25.751 W | |

WELLBORE TARGET DETAILS (LAT/LONG)

| Name | TVD | +N/-S | +E/-W | Latitude | Longitude | Shape |
|-----------------------|---------|-------|-------|------------------|-------------------|----------------------------------|
| 14-33D-35 BTR 3PT MKR | 6742.0 | 177.0 | 68.5 | 40° 10' 17.800 N | 110° 27' 24.869 W | Rectangle (Sides: L200.0 W200.0) |
| 14-33D-35 BTR PBHL | 10070.0 | 177.0 | 68.5 | 40° 10' 17.800 N | 110° 27' 24.869 W | Rectangle (Sides: L200.0 W200.0) |

SECTION DETAILS

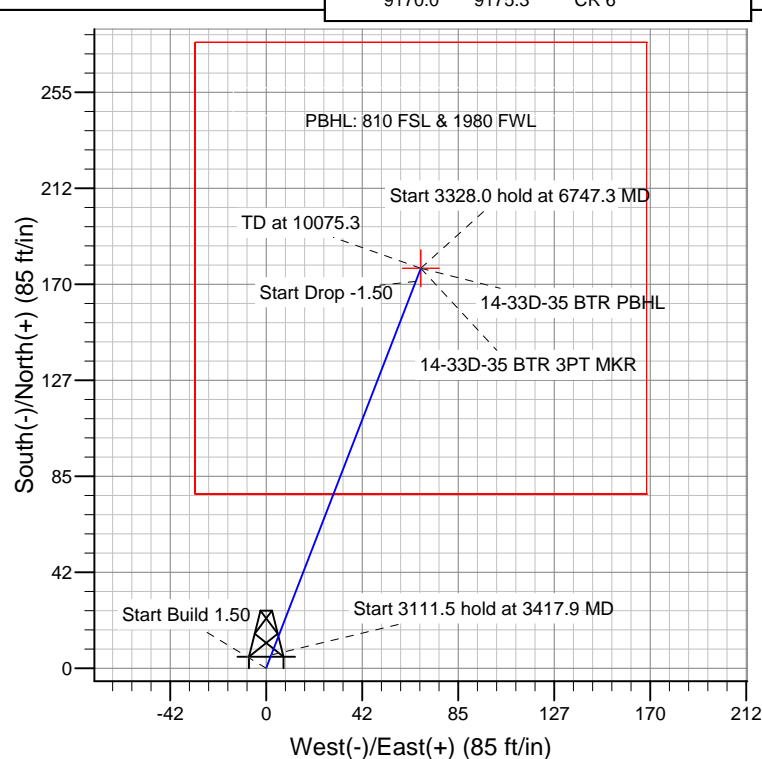
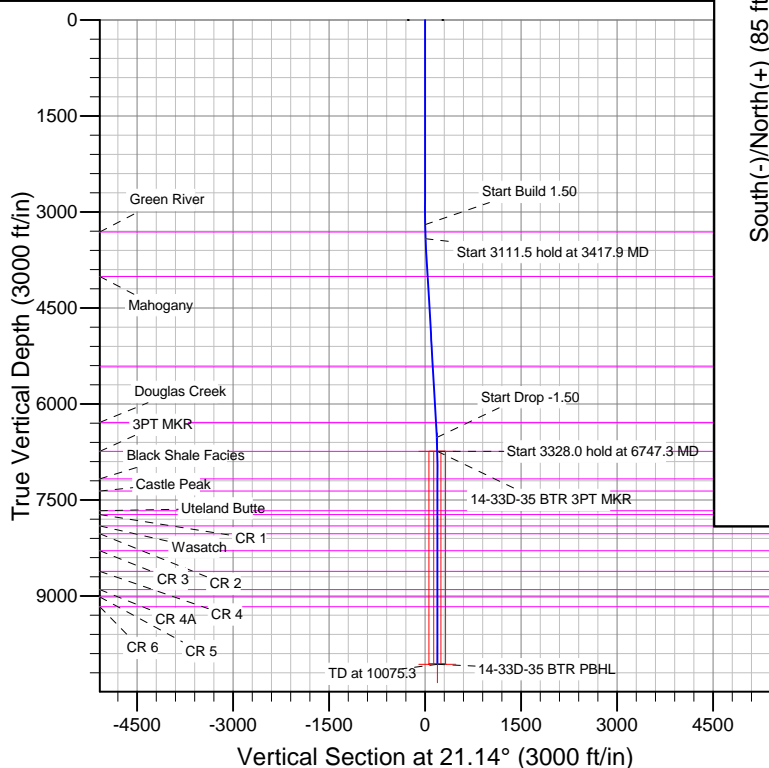
| Sec | MD | Inc | Azi | TVD | +N/-S | +E/-W | DLeg | TFace | VSec | Target |
|-----|---------|------|-------|---------|-------|-------|------|--------|-------|-----------------------|
| 1 | 0.0 | 0.00 | 0.00 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.0 | |
| 2 | 3200.0 | 0.00 | 0.00 | 3200.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.0 | |
| 3 | 3417.9 | 3.27 | 21.14 | 3417.8 | 5.8 | 2.2 | 1.50 | 21.14 | 6.2 | |
| 4 | 6529.4 | 3.27 | 21.14 | 6524.2 | 171.2 | 66.2 | 0.00 | 0.00 | 183.6 | |
| 5 | 6747.3 | 0.00 | 0.00 | 6742.0 | 177.0 | 68.5 | 1.50 | 180.00 | 189.8 | 14-33D-35 BTR 3PT MKR |
| 6 | 10075.3 | 0.00 | 0.00 | 10070.0 | 177.0 | 68.5 | 0.00 | 0.00 | 189.8 | 14-33D-35 BTR PBHL |

FORMATION TOP DETAILS

| TVDPath | MDPath | Formation |
|---------|--------|--------------------|
| 3313.0 | 3313.0 | Green River |
| 4008.0 | 4009.1 | Mahogany |
| 5423.0 | 5426.4 | TGR3 |
| 6290.0 | 6294.8 | Douglas Creek |
| 6742.0 | 6747.3 | 3PT MKR |
| 7172.0 | 7177.3 | Black Shale Facies |
| 7360.0 | 7365.3 | Castle Peak |
| 7669.0 | 7674.3 | Uteland Butte |
| 7729.0 | 7734.3 | CR 1 |
| 7907.0 | 7912.3 | Wasatch |
| 8030.0 | 8035.3 | CR 2 |
| 8294.0 | 8299.3 | CR 3 |
| 8618.0 | 8623.3 | CR 4 |
| 8903.0 | 8908.3 | CR 4A |
| 9016.0 | 9021.3 | CR 5 |
| 9170.0 | 9175.3 | CR 6 |

CASING DETAILS

No casing data is available



Azimuths to True North
Magnetic North: 11.26°

Magnetic Field
Strength: 52100.4nT
Dip Angle: 65.77°
Date: 4/10/2013
Model: IGRF2010

Bill Barrett Corp

Planning Report

| | | | |
|------------------|------------------------------|-------------------------------------|------------------------------------|
| Database: | Compass | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Company: | BILL BARRETT CORP | TVD Reference: | KB @ 5794.0ft (Original Well Elev) |
| Project: | DUCHESNE COUNTY, UT (NAD 27) | MD Reference: | KB @ 5794.0ft (Original Well Elev) |
| Site: | 14-33D-35 BTR | North Reference: | True |
| Well: | 14-33D-35 BTR | Survey Calculation Method: | Minimum Curvature |
| Wellbore: | Wellbore #1 | | |
| Design: | Design #1 | | |

| | | | |
|--------------------|--------------------------------------|----------------------|--------------|
| Project | DUCHESNE COUNTY, UT (NAD 27) | | |
| Map System: | US State Plane 1927 (Exact solution) | System Datum: | Ground Level |
| Geo Datum: | NAD 1927 (NADCON CONUS) | | |
| Map Zone: | Utah Central 4302 | | |

| | | | | | |
|-----------------------|----------|---------------|-----------------|-------------------|-------------------|
| Site | | 14-33D-35 BTR | | | |
| Site Position: | | Northing: | 671,076.71 ft | Latitude: | 40° 10' 16.050 N |
| From: | Lat/Long | Easting: | 2,291,413.13 ft | Longitude: | 110° 27' 25.751 W |
| Position Uncertainty: | 0.0 ft | Slot Radius: | " | Grid Convergence: | 0.67 ° |

| | | | | | | |
|----------------------|---------------|--------|---------------------|-----------------|---------------|-------------------|
| Well | 14-33D-35 BTR | | | | | |
| Well Position | +N/-S | 0.0 ft | Northing: | 671,076.70 ft | Latitude: | 40° 10' 16.050 N |
| | +E/-W | 0.0 ft | Easting: | 2,291,413.13 ft | Longitude: | 110° 27' 25.751 W |
| Position Uncertainty | | 0.0 ft | Wellhead Elevation: | ft | Ground Level: | 5,779.0 ft |

| | | | | | |
|------------------|-------------------|--------------------|----------------------------|--------------------------|--------------------------------|
| Wellbore | Wellbore #1 | | | | |
| Magnetics | Model Name | Sample Date | Declination (°) | Dip Angle (°) | Field Strength (nT) |
| | IGRF2010 | 4/10/2013 | 11.26 | 65.77 | 52,100 |

| | | | | |
|--------------------------|----------------------------------|-----------------------|-----------------------|--------------------------|
| Design | Design #1 | | | |
| Audit Notes: | | | | |
| Version: | Phase: | PLAN | Tie On Depth: | 0.0 |
| Vertical Section: | Depth From (TVD) (ft) | +N/-S (ft) | +E/-W (ft) | Direction (°) |
| | 0.0 | 0.0 | 0.0 | 21.14 |

| Plan Sections | | | | | | | | | | |
|---------------------------|--------------------|----------------|---------------------------|---------------|---------------|-----------------------------|----------------------------|---------------------------|------------|---------------------|
| Measured Depth (ft) | Inclination (°) | Azimuth (°) | Vertical Depth (ft) | +N/-S (ft) | +E/-W (ft) | Dogleg Rate (°/100ft) | Build Rate (°/100ft) | Turn Rate (°/100ft) | TFO (°) | Target |
| 0.0 | 0.00 | 0.00 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 | 0.00 | |
| 3,200.0 | 0.00 | 0.00 | 3,200.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 | 0.00 | |
| 3,417.9 | 3.27 | 21.14 | 3,417.8 | 5.8 | 2.2 | 1.50 | 1.50 | 0.00 | 21.14 | |
| 6,529.4 | 3.27 | 21.14 | 6,524.2 | 171.2 | 66.2 | 0.00 | 0.00 | 0.00 | 0.00 | |
| 6,747.3 | 0.00 | 0.00 | 6,742.0 | 177.0 | 68.5 | 1.50 | -1.50 | 0.00 | 180.00 | 14-33D-35 BTR 3PT I |
| 10,075.3 | 0.00 | 0.00 | 10,070.0 | 177.0 | 68.5 | 0.00 | 0.00 | 0.00 | 0.00 | 14-33D-35 BTR PBHL |

Bill Barrett Corp

Planning Report

| | | | |
|------------------|------------------------------|-------------------------------------|------------------------------------|
| Database: | Compass | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Company: | BILL BARRETT CORP | TVD Reference: | KB @ 5794.0ft (Original Well Elev) |
| Project: | DUCHESNE COUNTY, UT (NAD 27) | MD Reference: | KB @ 5794.0ft (Original Well Elev) |
| Site: | 14-33D-35 BTR | North Reference: | True |
| Well: | 14-33D-35 BTR | Survey Calculation Method: | Minimum Curvature |
| Wellbore: | Wellbore #1 | | |
| Design: | Design #1 | | |

| Planned Survey | | | | | | | | | |
|---------------------------------------|-----------------|-------------|---------------------|------------|------------|-----------------------|-----------------------|----------------------|---------------------|
| Measured Depth (ft) | Inclination (°) | Azimuth (°) | Vertical Depth (ft) | +N/-S (ft) | +E/-W (ft) | Vertical Section (ft) | Dogleg Rate (°/100ft) | Build Rate (°/100ft) | Turn Rate (°/100ft) |
| 0.0 | 0.00 | 0.00 | 0.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 100.0 | 0.00 | 0.00 | 100.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 200.0 | 0.00 | 0.00 | 200.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 300.0 | 0.00 | 0.00 | 300.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 400.0 | 0.00 | 0.00 | 400.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 500.0 | 0.00 | 0.00 | 500.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 600.0 | 0.00 | 0.00 | 600.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 700.0 | 0.00 | 0.00 | 700.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 800.0 | 0.00 | 0.00 | 800.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 900.0 | 0.00 | 0.00 | 900.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,000.0 | 0.00 | 0.00 | 1,000.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,100.0 | 0.00 | 0.00 | 1,100.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,200.0 | 0.00 | 0.00 | 1,200.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,300.0 | 0.00 | 0.00 | 1,300.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,400.0 | 0.00 | 0.00 | 1,400.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,500.0 | 0.00 | 0.00 | 1,500.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,600.0 | 0.00 | 0.00 | 1,600.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,700.0 | 0.00 | 0.00 | 1,700.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,800.0 | 0.00 | 0.00 | 1,800.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 1,900.0 | 0.00 | 0.00 | 1,900.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,000.0 | 0.00 | 0.00 | 2,000.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,100.0 | 0.00 | 0.00 | 2,100.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,200.0 | 0.00 | 0.00 | 2,200.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,300.0 | 0.00 | 0.00 | 2,300.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,400.0 | 0.00 | 0.00 | 2,400.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,500.0 | 0.00 | 0.00 | 2,500.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,600.0 | 0.00 | 0.00 | 2,600.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,700.0 | 0.00 | 0.00 | 2,700.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,800.0 | 0.00 | 0.00 | 2,800.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 2,900.0 | 0.00 | 0.00 | 2,900.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 3,000.0 | 0.00 | 0.00 | 3,000.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 3,100.0 | 0.00 | 0.00 | 3,100.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 3,200.0 | 0.00 | 0.00 | 3,200.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| Start Build 1.50 | | | | | | | | | |
| 3,300.0 | 1.50 | 21.14 | 3,300.0 | 1.2 | 0.5 | 1.3 | 1.50 | 1.50 | 0.00 |
| 3,313.0 | 1.70 | 21.14 | 3,313.0 | 1.6 | 0.6 | 1.7 | 1.50 | 1.50 | 0.00 |
| Green River | | | | | | | | | |
| 3,400.0 | 3.00 | 21.14 | 3,399.9 | 4.9 | 1.9 | 5.2 | 1.50 | 1.50 | 0.00 |
| 3,417.9 | 3.27 | 21.14 | 3,417.8 | 5.8 | 2.2 | 6.2 | 1.50 | 1.50 | 0.00 |
| Start 3111.5 hold at 3417.9 MD | | | | | | | | | |
| 3,500.0 | 3.27 | 21.14 | 3,499.7 | 10.2 | 3.9 | 10.9 | 0.00 | 0.00 | 0.00 |
| 3,600.0 | 3.27 | 21.14 | 3,599.6 | 15.5 | 6.0 | 16.6 | 0.00 | 0.00 | 0.00 |
| 3,700.0 | 3.27 | 21.14 | 3,699.4 | 20.8 | 8.0 | 22.3 | 0.00 | 0.00 | 0.00 |
| 3,800.0 | 3.27 | 21.14 | 3,799.3 | 26.1 | 10.1 | 28.0 | 0.00 | 0.00 | 0.00 |
| 3,900.0 | 3.27 | 21.14 | 3,899.1 | 31.4 | 12.2 | 33.7 | 0.00 | 0.00 | 0.00 |
| 4,000.0 | 3.27 | 21.14 | 3,998.9 | 36.7 | 14.2 | 39.4 | 0.00 | 0.00 | 0.00 |
| 4,009.1 | 3.27 | 21.14 | 4,008.0 | 37.2 | 14.4 | 39.9 | 0.00 | 0.00 | 0.00 |
| Mahogany | | | | | | | | | |
| 4,100.0 | 3.27 | 21.14 | 4,098.8 | 42.1 | 16.3 | 45.1 | 0.00 | 0.00 | 0.00 |
| 4,200.0 | 3.27 | 21.14 | 4,198.6 | 47.4 | 18.3 | 50.8 | 0.00 | 0.00 | 0.00 |
| 4,300.0 | 3.27 | 21.14 | 4,298.4 | 52.7 | 20.4 | 56.5 | 0.00 | 0.00 | 0.00 |
| 4,400.0 | 3.27 | 21.14 | 4,398.3 | 58.0 | 22.4 | 62.2 | 0.00 | 0.00 | 0.00 |
| 4,500.0 | 3.27 | 21.14 | 4,498.1 | 63.3 | 24.5 | 67.9 | 0.00 | 0.00 | 0.00 |
| 4,600.0 | 3.27 | 21.14 | 4,598.0 | 68.6 | 26.5 | 73.6 | 0.00 | 0.00 | 0.00 |

Bill Barrett Corp

Planning Report

| | | | |
|------------------|------------------------------|-------------------------------------|------------------------------------|
| Database: | Compass | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Company: | BILL BARRETT CORP | TVD Reference: | KB @ 5794.0ft (Original Well Elev) |
| Project: | DUCHESNE COUNTY, UT (NAD 27) | MD Reference: | KB @ 5794.0ft (Original Well Elev) |
| Site: | 14-33D-35 BTR | North Reference: | True |
| Well: | 14-33D-35 BTR | Survey Calculation Method: | Minimum Curvature |
| Wellbore: | Wellbore #1 | | |
| Design: | Design #1 | | |

| Planned Survey | | | | | | | | | |
|---|-----------------|-------------|---------------------|------------|------------|-----------------------|-----------------------|----------------------|---------------------|
| Measured Depth (ft) | Inclination (°) | Azimuth (°) | Vertical Depth (ft) | +N/-S (ft) | +E/-W (ft) | Vertical Section (ft) | Dogleg Rate (°/100ft) | Build Rate (°/100ft) | Turn Rate (°/100ft) |
| 4,700.0 | 3.27 | 21.14 | 4,697.8 | 74.0 | 28.6 | 79.3 | 0.00 | 0.00 | 0.00 |
| 4,800.0 | 3.27 | 21.14 | 4,797.6 | 79.3 | 30.7 | 85.0 | 0.00 | 0.00 | 0.00 |
| 4,900.0 | 3.27 | 21.14 | 4,897.5 | 84.6 | 32.7 | 90.7 | 0.00 | 0.00 | 0.00 |
| 5,000.0 | 3.27 | 21.14 | 4,997.3 | 89.9 | 34.8 | 96.4 | 0.00 | 0.00 | 0.00 |
| 5,100.0 | 3.27 | 21.14 | 5,097.1 | 95.2 | 36.8 | 102.1 | 0.00 | 0.00 | 0.00 |
| 5,200.0 | 3.27 | 21.14 | 5,197.0 | 100.6 | 38.9 | 107.8 | 0.00 | 0.00 | 0.00 |
| 5,300.0 | 3.27 | 21.14 | 5,296.8 | 105.9 | 40.9 | 113.5 | 0.00 | 0.00 | 0.00 |
| 5,400.0 | 3.27 | 21.14 | 5,396.7 | 111.2 | 43.0 | 119.2 | 0.00 | 0.00 | 0.00 |
| 5,426.4 | 3.27 | 21.14 | 5,423.0 | 112.6 | 43.5 | 120.7 | 0.00 | 0.00 | 0.00 |
| TGR3 | | | | | | | | | |
| 5,500.0 | 3.27 | 21.14 | 5,496.5 | 116.5 | 45.1 | 124.9 | 0.00 | 0.00 | 0.00 |
| 5,600.0 | 3.27 | 21.14 | 5,596.3 | 121.8 | 47.1 | 130.6 | 0.00 | 0.00 | 0.00 |
| 5,700.0 | 3.27 | 21.14 | 5,696.2 | 127.1 | 49.2 | 136.3 | 0.00 | 0.00 | 0.00 |
| 5,800.0 | 3.27 | 21.14 | 5,796.0 | 132.5 | 51.2 | 142.0 | 0.00 | 0.00 | 0.00 |
| 5,900.0 | 3.27 | 21.14 | 5,895.8 | 137.8 | 53.3 | 147.7 | 0.00 | 0.00 | 0.00 |
| 6,000.0 | 3.27 | 21.14 | 5,995.7 | 143.1 | 55.3 | 153.4 | 0.00 | 0.00 | 0.00 |
| 6,100.0 | 3.27 | 21.14 | 6,095.5 | 148.4 | 57.4 | 159.1 | 0.00 | 0.00 | 0.00 |
| 6,200.0 | 3.27 | 21.14 | 6,195.4 | 153.7 | 59.4 | 164.8 | 0.00 | 0.00 | 0.00 |
| 6,294.8 | 3.27 | 21.14 | 6,290.0 | 158.8 | 61.4 | 170.2 | 0.00 | 0.00 | 0.00 |
| Douglas Creek | | | | | | | | | |
| 6,300.0 | 3.27 | 21.14 | 6,295.2 | 159.0 | 61.5 | 170.5 | 0.00 | 0.00 | 0.00 |
| 6,400.0 | 3.27 | 21.14 | 6,395.0 | 164.4 | 63.6 | 176.2 | 0.00 | 0.00 | 0.00 |
| 6,500.0 | 3.27 | 21.14 | 6,494.9 | 169.7 | 65.6 | 181.9 | 0.00 | 0.00 | 0.00 |
| 6,529.4 | 3.27 | 21.14 | 6,524.2 | 171.2 | 66.2 | 183.6 | 0.00 | 0.00 | 0.00 |
| Start Drop -1.50 | | | | | | | | | |
| 6,600.0 | 2.21 | 21.14 | 6,594.7 | 174.4 | 67.4 | 187.0 | 1.50 | -1.50 | 0.00 |
| 6,700.0 | 0.71 | 21.14 | 6,694.7 | 176.8 | 68.4 | 189.5 | 1.50 | -1.50 | 0.00 |
| 6,747.3 | 0.00 | 0.00 | 6,742.0 | 177.0 | 68.5 | 189.8 | 1.50 | -1.50 | 0.00 |
| Start 3328.0 hold at 6747.3 MD - 3PT MKR | | | | | | | | | |
| 6,800.0 | 0.00 | 0.00 | 6,794.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 6,900.0 | 0.00 | 0.00 | 6,894.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,000.0 | 0.00 | 0.00 | 6,994.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,100.0 | 0.00 | 0.00 | 7,094.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,177.3 | 0.00 | 0.00 | 7,172.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| Black Shale Facies | | | | | | | | | |
| 7,200.0 | 0.00 | 0.00 | 7,194.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,300.0 | 0.00 | 0.00 | 7,294.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,365.3 | 0.00 | 0.00 | 7,360.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| Castle Peak | | | | | | | | | |
| 7,400.0 | 0.00 | 0.00 | 7,394.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,500.0 | 0.00 | 0.00 | 7,494.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,600.0 | 0.00 | 0.00 | 7,594.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,674.3 | 0.00 | 0.00 | 7,669.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| Uteland Butte | | | | | | | | | |
| 7,700.0 | 0.00 | 0.00 | 7,694.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,734.3 | 0.00 | 0.00 | 7,729.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| CR 1 | | | | | | | | | |
| 7,800.0 | 0.00 | 0.00 | 7,794.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,900.0 | 0.00 | 0.00 | 7,894.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 7,912.3 | 0.00 | 0.00 | 7,907.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| Wasatch | | | | | | | | | |
| 8,000.0 | 0.00 | 0.00 | 7,994.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 8,035.3 | 0.00 | 0.00 | 8,030.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |

Bill Barrett Corp

Planning Report

| | | | |
|------------------|------------------------------|-------------------------------------|------------------------------------|
| Database: | Compass | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Company: | BILL BARRETT CORP | TVD Reference: | KB @ 5794.0ft (Original Well Elev) |
| Project: | DUCHESNE COUNTY, UT (NAD 27) | MD Reference: | KB @ 5794.0ft (Original Well Elev) |
| Site: | 14-33D-35 BTR | North Reference: | True |
| Well: | 14-33D-35 BTR | Survey Calculation Method: | Minimum Curvature |
| Wellbore: | Wellbore #1 | | |
| Design: | Design #1 | | |

Planned Survey

| Measured Depth (ft) | Inclination (°) | Azimuth (°) | Vertical Depth (ft) | +N/-S (ft) | +E/-W (ft) | Vertical Section (ft) | Dogleg Rate (°/100ft) | Build Rate (°/100ft) | Turn Rate (°/100ft) |
|----------------------|-----------------|-------------|---------------------|------------|------------|-----------------------|-----------------------|----------------------|---------------------|
| CR 2 | | | | | | | | | |
| 8,100.0 | 0.00 | 0.00 | 8,094.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 8,200.0 | 0.00 | 0.00 | 8,194.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 8,299.3 | 0.00 | 0.00 | 8,294.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| CR 3 | | | | | | | | | |
| 8,300.0 | 0.00 | 0.00 | 8,294.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 8,400.0 | 0.00 | 0.00 | 8,394.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 8,500.0 | 0.00 | 0.00 | 8,494.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 8,600.0 | 0.00 | 0.00 | 8,594.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 8,623.3 | 0.00 | 0.00 | 8,618.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| CR 4 | | | | | | | | | |
| 8,700.0 | 0.00 | 0.00 | 8,694.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 8,800.0 | 0.00 | 0.00 | 8,794.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 8,900.0 | 0.00 | 0.00 | 8,894.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 8,908.3 | 0.00 | 0.00 | 8,903.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| CR 4A | | | | | | | | | |
| 9,000.0 | 0.00 | 0.00 | 8,994.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 9,021.3 | 0.00 | 0.00 | 9,016.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| CR 5 | | | | | | | | | |
| 9,100.0 | 0.00 | 0.00 | 9,094.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 9,175.3 | 0.00 | 0.00 | 9,170.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| CR 6 | | | | | | | | | |
| 9,200.0 | 0.00 | 0.00 | 9,194.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 9,300.0 | 0.00 | 0.00 | 9,294.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 9,400.0 | 0.00 | 0.00 | 9,394.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 9,500.0 | 0.00 | 0.00 | 9,494.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 9,600.0 | 0.00 | 0.00 | 9,594.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 9,700.0 | 0.00 | 0.00 | 9,694.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 9,800.0 | 0.00 | 0.00 | 9,794.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 9,900.0 | 0.00 | 0.00 | 9,894.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 10,000.0 | 0.00 | 0.00 | 9,994.7 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| 10,075.3 | 0.00 | 0.00 | 10,070.0 | 177.0 | 68.5 | 189.8 | 0.00 | 0.00 | 0.00 |
| TD at 10075.3 | | | | | | | | | |

Targets

| Target Name - hit/miss target - Shape | Dip Angle (°) | Dip Dir. (°) | TVD (ft) | +N/-S (ft) | +E/-W (ft) | Northing (ft) | Easting (ft) | Latitude | Longitude |
|--|---------------|--------------|----------|------------|------------|---------------|--------------|------------------|-------------------|
| 14-33D-35 BTR PBHL - plan hits target - Rectangle (sides W200.0 H200.0 D0.0) | 0.00 | 0.00 | 10,070.0 | 177.0 | 68.5 | 671,254.52 | 2,291,479.52 | 40° 10' 17.800 N | 110° 27' 24.869 W |
| 14-33D-35 BTR 3PT MK - plan hits target - Rectangle (sides W200.0 H200.0 D3,328.0) | 0.00 | 0.00 | 6,742.0 | 177.0 | 68.5 | 671,254.52 | 2,291,479.52 | 40° 10' 17.800 N | 110° 27' 24.869 W |

Bill Barrett Corp

Planning Report

| | | | |
|------------------|------------------------------|-------------------------------------|------------------------------------|
| Database: | Compass | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Company: | BILL BARRETT CORP | TVD Reference: | KB @ 5794.0ft (Original Well Elev) |
| Project: | DUCHESNE COUNTY, UT (NAD 27) | MD Reference: | KB @ 5794.0ft (Original Well Elev) |
| Site: | 14-33D-35 BTR | North Reference: | True |
| Well: | 14-33D-35 BTR | Survey Calculation Method: | Minimum Curvature |
| Wellbore: | Wellbore #1 | | |
| Design: | Design #1 | | |

| Formations | | | | | | |
|---------------------|---------------------|--------------------|-----------|---------|-------------------|--|
| Measured Depth (ft) | Vertical Depth (ft) | Name | Lithology | Dip (°) | Dip Direction (°) | |
| 3,313.0 | 3,313.0 | Green River | | 0.00 | | |
| 4,009.1 | 4,008.0 | Mahogany | | 0.00 | | |
| 5,426.4 | 5,423.0 | TGR3 | | 0.00 | | |
| 6,294.8 | 6,290.0 | Douglas Creek | | 0.00 | | |
| 6,747.3 | 6,742.0 | 3PT MKR | | 0.00 | | |
| 7,177.3 | 7,172.0 | Black Shale Facies | | 0.00 | | |
| 7,365.3 | 7,360.0 | Castle Peak | | 0.00 | | |
| 7,674.3 | 7,669.0 | Uteland Butte | | 0.00 | | |
| 7,734.3 | 7,729.0 | CR 1 | | 0.00 | | |
| 7,912.3 | 7,907.0 | Wasatch | | 0.00 | | |
| 8,035.3 | 8,030.0 | CR 2 | | 0.00 | | |
| 8,299.3 | 8,294.0 | CR 3 | | 0.00 | | |
| 8,623.3 | 8,618.0 | CR 4 | | 0.00 | | |
| 8,908.3 | 8,903.0 | CR 4A | | 0.00 | | |
| 9,021.3 | 9,016.0 | CR 5 | | 0.00 | | |
| 9,175.3 | 9,170.0 | CR 6 | | 0.00 | | |

| Plan Annotations | | | | | |
|---------------------|---------------------|-------------------|------------|--------------------------------|--|
| Measured Depth (ft) | Vertical Depth (ft) | Local Coordinates | | | |
| | | +N/-S (ft) | +E/-W (ft) | Comment | |
| 3,200.0 | 3,200.0 | 0.0 | 0.0 | Start Build 1.50 | |
| 3,417.9 | 3,417.8 | 5.8 | 2.2 | Start 3111.5 hold at 3417.9 MD | |
| 6,529.4 | 6,524.2 | 171.2 | 66.2 | Start Drop -1.50 | |
| 6,747.3 | 6,742.0 | 177.0 | 68.5 | Start 3328.0 hold at 6747.3 MD | |
| 10,075.3 | 10,070.0 | 177.0 | 68.5 | TD at 10075.3 | |

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 5th day of March, 2013, by and between Tren J. Grant, PO Box 891990, Park City, UT 84098-1990; Norma Grant Earl, Rt. 4 Box 3074, Roosevelt, UT 84066-0000; JoAnn McNeill, as Trustee of The JoAnn McNeill Trust, PO Box 199, Duchesne, UT 84021 ("Surface Owner") and Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting All of Section 33, Township 3 South, Range 5 West, USM, of Duchesne County, Utah; and,

WHEREAS, such leases grant to BBC the right and privilege of ingress, egress, exploring, drilling, mining, operating for, producing and owning oil and gas and all other products produced therewith, together with the right to make surveys on said lands, lay pipelines, construct roads and bridges, dig canals, build power stations, telephone lines, employee houses and other structures on said lands, necessary or useful in BBC's operations; and,

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #14-33D-35 Black Tail Ridge well at a legal drill-site location in the SW/4 Section 33, Township 3 South, Range 5 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the SW/4 Section 33, Township 3 South, Range 5 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

WHEREAS, BBC has agreed to reimburse Surface Owner for actual damages and injuries to all crops, timber, fences and other improvements located on the surface which results from BBC's operations hereunder, provided that BBC shall not be held liable or responsible for acts of providence or occurrences beyond BBC's control, such payment to be made upon commencement of operations to construct the wellsite pad; so,

Surface Owner and BBC do hereby release, discharge and acquit the other from any and all liability, and shall indemnify the other against any and all claims and demands for damages, attorneys fees, injury or loss, existing now or done hereafter, to the surface of said lands or to any third parties arising out of or being the result of their or their agents, contractors licensees, permittees, successors and assigns own activities on or use of the subject property. However, such parties' potential liability under this paragraph to the other shall be limited to the acts and/or omission of its, or its predecessors, agents, contractors, licensees, permittees, successor and assigns, and shall not include any acts and/or omissions of the other party, it agents, contractors, licensees, permittees, successors or assigns. BBC shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an uncluttered condition.

Any topsoil which is removed by BBC on Surface Owner's land will be stockpiled at the drillsite and will be redistributed on the drillsite upon completion of all operations, and the land reseeded with grasses and/or native plants by BBC upon written request by Surface Owner. All mud pits will be filled and material and debris will be removed from the drillsite upon completion of operations. BBC shall remove from the lands covered hereby, at any time during the term hereof or within six (6) months after the plugging and abandonment of the well drilled pursuant to this Agreement, any or all structures, pipes, equipment and other facilities placed on, over, under, through and across any lands covered hereby, excepting fences, culverts, and other land improvements required by the Surface Owner, and title thereto shall be vested in BBC at all times, and shall in no event be considered or construed as fixtures thereto.

BBC shall maintain all roads used pursuant to this Agreement and shall install culverts where necessary to insure adequate drainage from all roads.

BBC shall repair any fences and gates damaged by them during the course of their operations on the lands subject to this Agreement. BBC will provide and install a 39" woven field fence with 2 strands barbed wire around the well site location with a cattle guard at the entrance.



During production, BBC will work to reduce offsite light and sound pollution by either shielding or switching the well site location lighting and utilizing electric driven pump jacks. In the event electric driven pump jacks are not feasible, alternate power sources will be muffled.



Surface Owner and their heirs or assigns shall have full access and use of the road built pursuant to this Agreement.


This Agreement shall inure to the benefit of the parties hereto, their heirs, successors and assigns and shall be a burden running with the land.

This Agreement may be executed in any number of counterparts and all such counterparts shall be deemed to constitute a single Agreement and the execution of one counterpart by any party hereto shall have the same force and effect as if said party had signed all other counterparts.

IN WITNESS WHEREOF, the parties have executed this Surface Damage Settlement Agreement effective as of the 14th day of March, 2013.

| | |
|--|--|
| <p>SURFACE OWNER(S)</p> <p>By: <u></u> Tren J. Grant</p> | <p>BILL BARRETT CORPORATION</p> <p>By: <u></u> Huntington T. Walker VP Land, Bill Barrett Corporation</p> |
|--|--|


By:  
Norma Grant Earl
Grant J. Earl

By: 
JoAnn McNeill, as Trustee of
The JoAnn McNeill Trust

ACKNOWLEDGMENT

STATE OF UTAH)
COUNTY OF WASATCH)

On the 14th day of March, 2013, personally appeared before me **Tren J. Grant** known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed.


Notary Public
Residing at: 245 S. 400 W.
Heber, UT 84032

My Commission Expires: 8-22-2015



ACKNOWLEDGMENT

STATE OF UTAH)
COUNTY OF Duchesne)

On the 14 day of March, 2013, personally appeared before me **Norma Grant Earl** known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed.



Mary Stewart
Notary Public
Residing at:

My Commission Expires: 9.14.2014

ACKNOWLEDGMENT

STATE OF UTAH)
COUNTY OF Duchesne)

On the 14th day of March, 2013, personally appeared before me **JoAnn McNeill, as trustee of The JoAnn McNeill Trust**, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purpose and consideration therein expressed.

Jennifer Adams
Notary Public
Residing at:

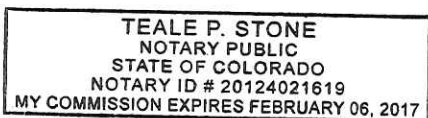
My Commission Expires: 1.6.2015



ACKNOWLEDGMENT

STATE OF COLORADO)
COUNTY OF)

On this 28th day of March, 2013 personally appeared before me **Huntington T. Walker**, who, being by me duly sworn, did say that he is the Senior VP Land for Bill Barrett Corporation and that said instrument was signed in behalf of said corporation.



Teale P. Stone
Notary Public
Residing at:

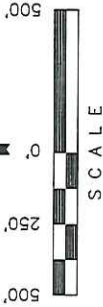
My Commission Expires: _____

BILL BARRETT CORPORATION

LOCATION SURFACE USE AREA
& ROAD RIGHT-OF-WAY ON
FEE LANDS

(For #14-33D-35 BTR)

LOCATED IN
SECTIONS 33 & 34, T3S, R5W, U.S.B.&M.,
DUCHESE COUNTY, UTAH



BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

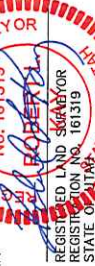
RIGHT-OF-WAY LENGTHS

| PROPERTY OWNER | FEET | ACRES | RODS |
|----------------|---------|-------|--------|
| TREN J. GRANT | 4721.48 | 3.252 | 286.15 |

▲ = SECTION CORNERS LOCATED.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME, UNDER MY
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO
THE BEST OF MY KNOWLEDGE AND BELIEF.

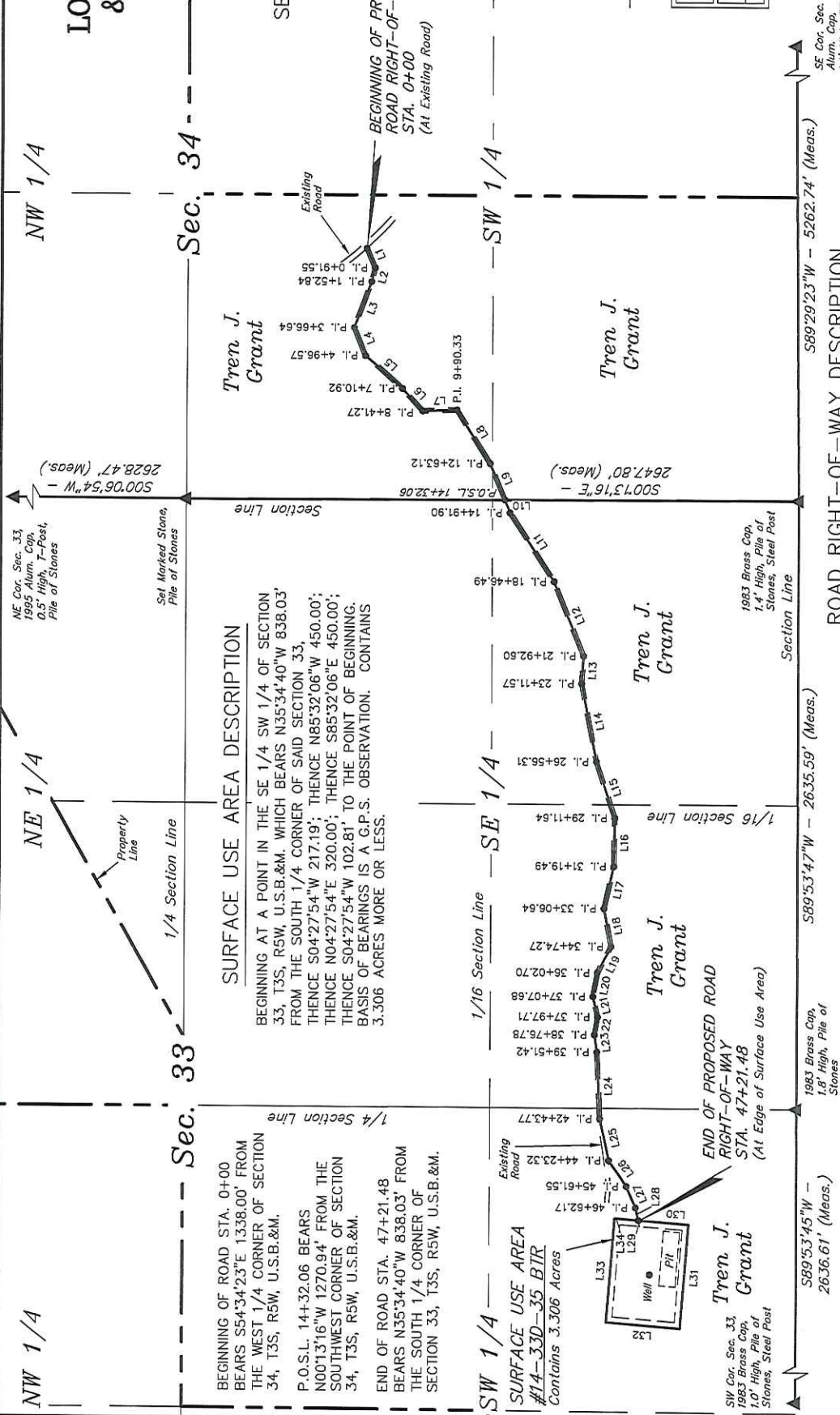


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VERNAL, UTAH - 84078

| | |
|----------------|-------------|
| SCALE | DATE |
| 1" = 500' | 07-26-12 |
| PARTY | REFERENCES |
| T.A. R.W. Z.L. | G.L.O. PLAT |
| WEATHER | FILE |
| HOT | 5 2 5 2 1 |



ROAD RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.
BEGINNING AT A POINT IN THE NW 1/4 SW 1/4 OF SECTION 34, T3S, R5W, U.S.B.&M. WHICH BEARS S54°34'23"E 1338.00' FROM THE WEST 1/4 CORNER OF SAID SECTION 34, THENCE S67°14'58"W 91.55'; THENCE N75°55'05"W 61.29'; THENCE N69°37'05"W 213.80'; THENCE S88°02'28"W 129.93'; THENCE S41°24'14"W 214.35'; THENCE S47°58'06"W 130.35'; THENCE S02°07'00"E 149.06'; THENCE S57°49'29"W 272.79'; THENCE S67°36'05"W 168.94' TO A POINT ON THE WEST LINE OF THE SW 1/4 SW 1/4 OF SAID SECTION 34 WHICH BEARS N00°13'16"W 1270.94' FROM THE SOUTHWEST CORNER OF SAID SECTION 34 THENCE S67°36'05"W 59.84'; THENCE S57°16'33"W 354.60'; THENCE S68°04'57"W 346.11'; THENCE N86°14'02"W 118.96'; THENCE S78°59'48"W 344.74'; THENCE S71°30'10"W 255.33'; THENCE N89°01'09"W 207.85'; THENCE N77°10'03"W 187.15'; THENCE S79°12'07"W 187.63'; THENCE N62°59'31"W 128.43'; THENCE N79°36'56"W 104.98'; THENCE S76°37'53"W 90.03'; THENCE S80°37'36"W 79.08'; THENCE S81°50'50"W 74.63'; THENCE S87°06'34"W 292.35'; THENCE S77°30'25"W 179.56'; THENCE S56°00'34"W 138.23'; THENCE S66°44'00"W 100.62'; THENCE S77°05'40"W 59.31' TO A POINT IN THE SE 1/4 SW 1/4 OF SECTION 33, T3S, R5W, U.S.B.&M. WHICH BEARS N35°34'40"W 838.03' FROM THE SOUTH 1/4 CORNER OF SAID SECTION 33. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.252 ACRES MORE OR LESS.

| LINE TABLE | | | LINE TABLE | | | LINE TABLE | | |
|------------|-------------|---------|------------|-------------|---------|------------|-------------|---------|
| LINE | DIRECTION | LENGTH | LINE | DIRECTION | LENGTH | LINE | DIRECTION | LENGTH |
| L1 | S67°14'58"W | 91.55' | L13 | N86°14'02"W | 118.96' | L25 | S77°30'25"W | 179.56' |
| L2 | N75°55'05"W | 61.29' | L14 | S78°59'48"W | 344.74' | L26 | S56°00'34"W | 130.23' |
| L3 | N69°37'05"W | 213.80' | L15 | S71°30'10"W | 255.33' | L27 | S66°44'00"W | 100.62' |
| L4 | S68°02'28"W | 129.93' | L16 | N89°01'09"W | 207.85' | L28 | S77°05'40"W | 59.31' |
| L5 | S41°24'14"W | 214.35' | L17 | N77°10'03"W | 187.15' | L29 | S77°05'40"W | 26.50' |
| L6 | S47°58'06"W | 130.35' | L18 | S79°12'07"W | 187.63' | L30 | S04°27'54"W | 217.19' |
| L7 | S02°07'00"E | 149.06' | L19 | N62°59'31"W | 128.43' | L31 | N85°32'06"W | 450.00' |
| L8 | S57°49'29"W | 272.79' | L20 | N79°36'56"W | 104.98' | L32 | N04°27'54"E | 320.00' |
| L9 | S67°36'05"W | 168.94' | L21 | S76°37'53"W | 90.03' | L33 | S85°32'06"E | 450.00' |
| L10 | S67°36'05"W | 59.84' | L22 | N80°37'36"W | 79.08' | L34 | S04°27'54"W | 102.81' |
| L11 | S57°16'33"W | 354.60' | L23 | S81°50'50"W | 74.63' | | | |
| L12 | S68°04'57"W | 346.11' | L24 | S87°06'34"W | 292.35' | | | |

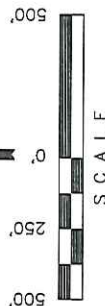
BILL BARRETT CORPORATION

PIPELINE RIGHT-OF-WAY ON FEE LANDS

(For #14-33D-35 BTR)

LOCATED IN

SECTIONS 33 & 34, T3S, R5W, U.S.B.&M.,
DUCHESE COUNTY, UTAH

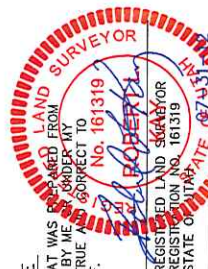


BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

| RIGHT-OF-WAY LENGTHS | | | |
|----------------------|---------|-------|--------|
| PROPERTY OWNER | FEET | ACRES | RODS |
| TREN J. GRANT | 4605.68 | 3.172 | 279.13 |

▲ = SECTION CORNERS LOCATED.

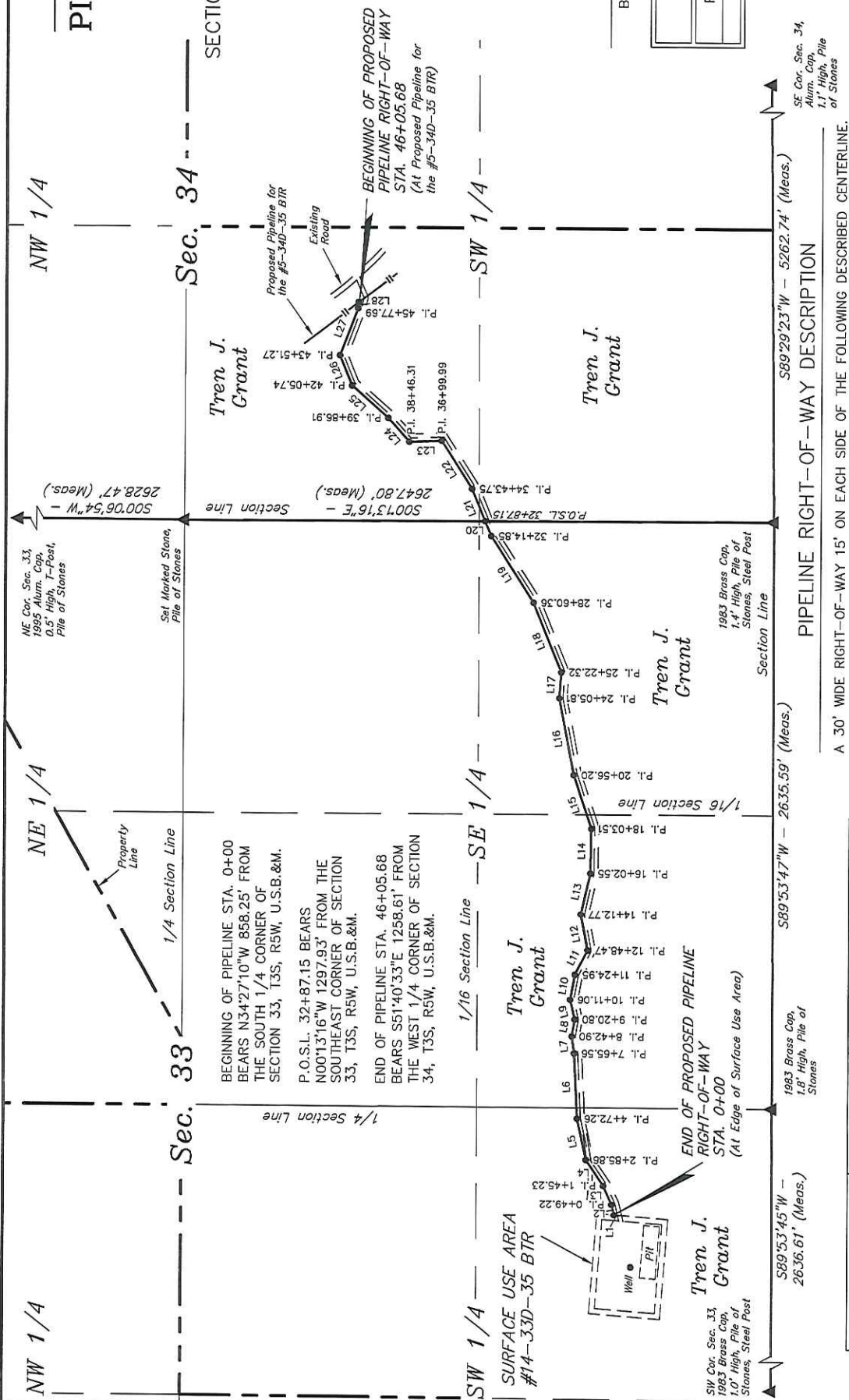


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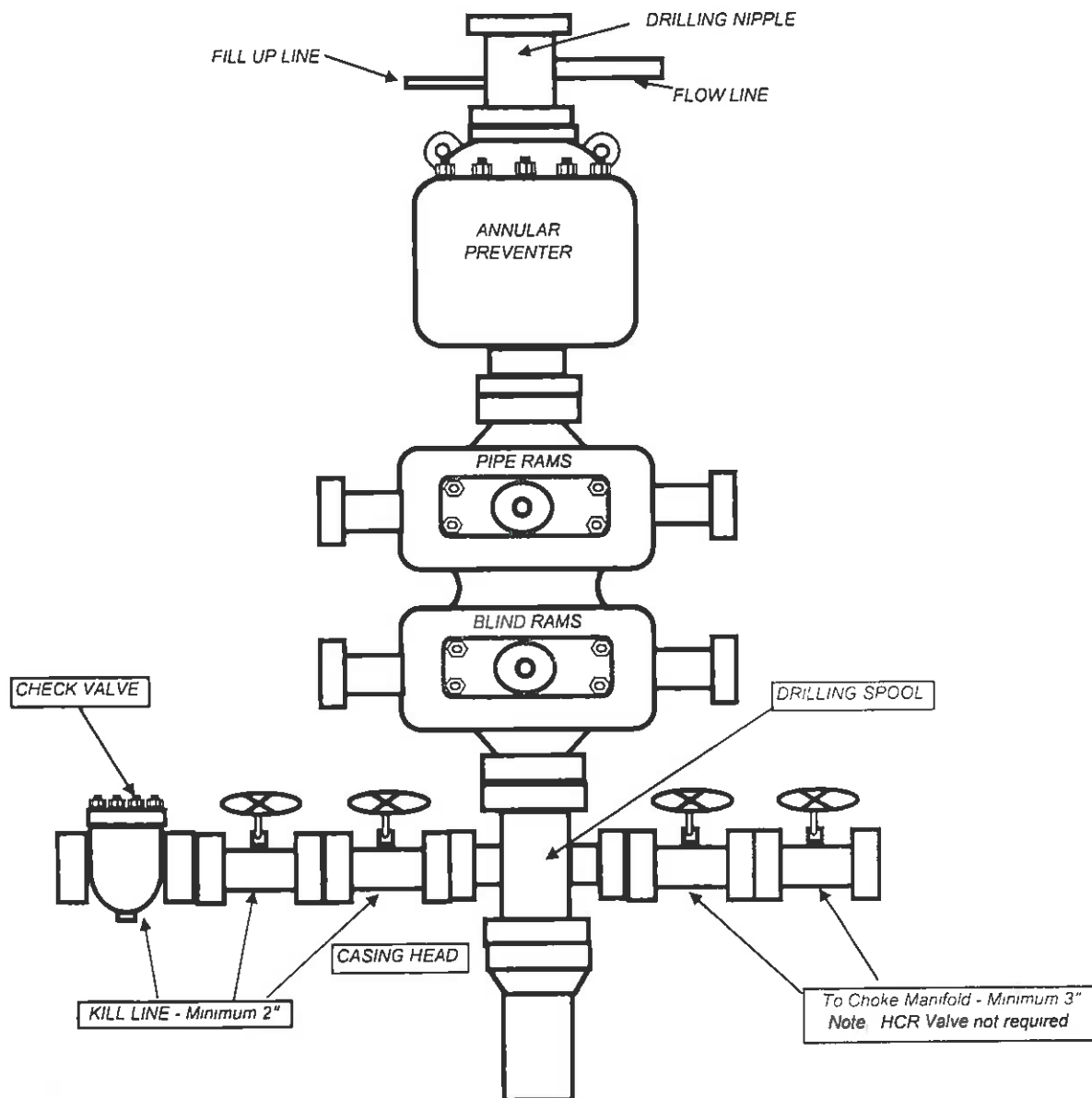
| | | | |
|---------|----------------|------------|-----------|
| SCALE | 1" = 500' | DATE | 07-26-12 |
| PARTY | T.A. R.W. Z.L. | REFERENCES | |
| WEATHER | HOT | FILE | 5 2 5 2 2 |



| LINE TABLE | | | LINE TABLE | | | LINE TABLE | | |
|------------|-------------|---------|------------|-------------|---------|------------|-------------|---------|
| LINE | DIRECTION | LENGTH | LINE | DIRECTION | LENGTH | LINE | DIRECTION | LENGTH |
| L1 | S77°05'40"W | 28.19' | L11 | S62°59'31"E | 123.52' | L21 | N67°38'05"E | 156.61' |
| L2 | N77°03'40"E | 49.22' | L12 | N79°12'07"E | 164.30' | L22 | N87°49'29"E | 256.23' |
| L3 | N66°44'00"E | 96.01' | L13 | S77°10'03"E | 189.78' | L23 | N02°07'00"W | 146.32' |
| L4 | N56°00'34"E | 140.63' | L14 | S89°01'09"E | 200.96' | L24 | N47°58'06"E | 140.60' |
| L5 | N77°30'25"E | 186.40' | L15 | N71°30'10"E | 252.68' | L25 | N41°24'14"E | 218.84' |
| L6 | N87°08'34"E | 293.30' | L16 | N78°59'48"E | 349.62' | L26 | N68°02'28"E | 145.53' |
| L7 | N81°50'50"E | 77.34' | L17 | S86°14'02"E | 116.51' | L27 | S69°10'42"E | 226.41' |
| L8 | S80°37'36"E | 77.90' | L18 | N68°04'57"E | 339.04' | L28 | S83°12'04"E | 28.00' |
| L9 | N76°37'53"E | 90.26' | L19 | N87°16'33"E | 354.49' | | | |
| L10 | S79°36'56"E | 113.89' | L20 | N67°36'05"E | 72.29' | | | |

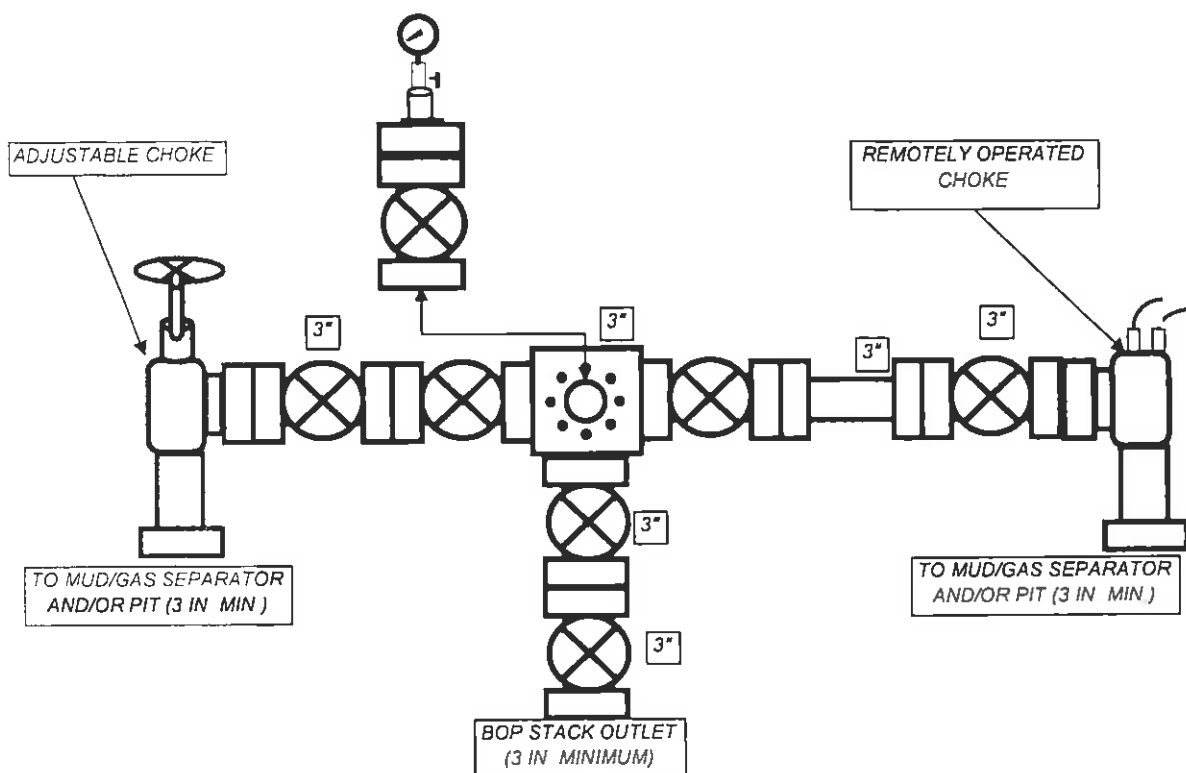
BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER



BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. CHOKE MANIFOLD





April 25, 2013

Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling R649-3-11
Blacktail Ridge Area #14-33D-35 BTR Well
Surface: 633' FSL & 1913' FWL, SESW, 33-T3S-R5W, USM
Bottom Hole: 810' FSL & 1980' FWL, SESW, 33-T3S-R5W, USM
Duchesne County, Utah

Dear Ms. Mason,

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill the above referenced well, we hereby submit this letter in accordance with Oil & Gas Conservation Rules R649-2, R649-3, R649-10 and R649-11, pertaining to the Location and Siting of Wells.

- The proposed location is within our Blacktail Ridge Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area.
- The well will be drilled under an Exploration and Development Agreement between the Ute Indian Tribe and Ute Distribution Corporation. Crescent Point Energy U.S. Corp owns a right to participate in this well.
- BBC certifies that it is the working interest owner of all lands within 460 feet of the proposed well location, and together with Crescent Point Energy U.S. Corp, we own 100% of the working interest in these lands.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. Should you have any questions or need further information, please contact me at 303-312-8544.

Sincerely,

David Watts
Landman

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

RECEIVED: April 25, 2013

BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

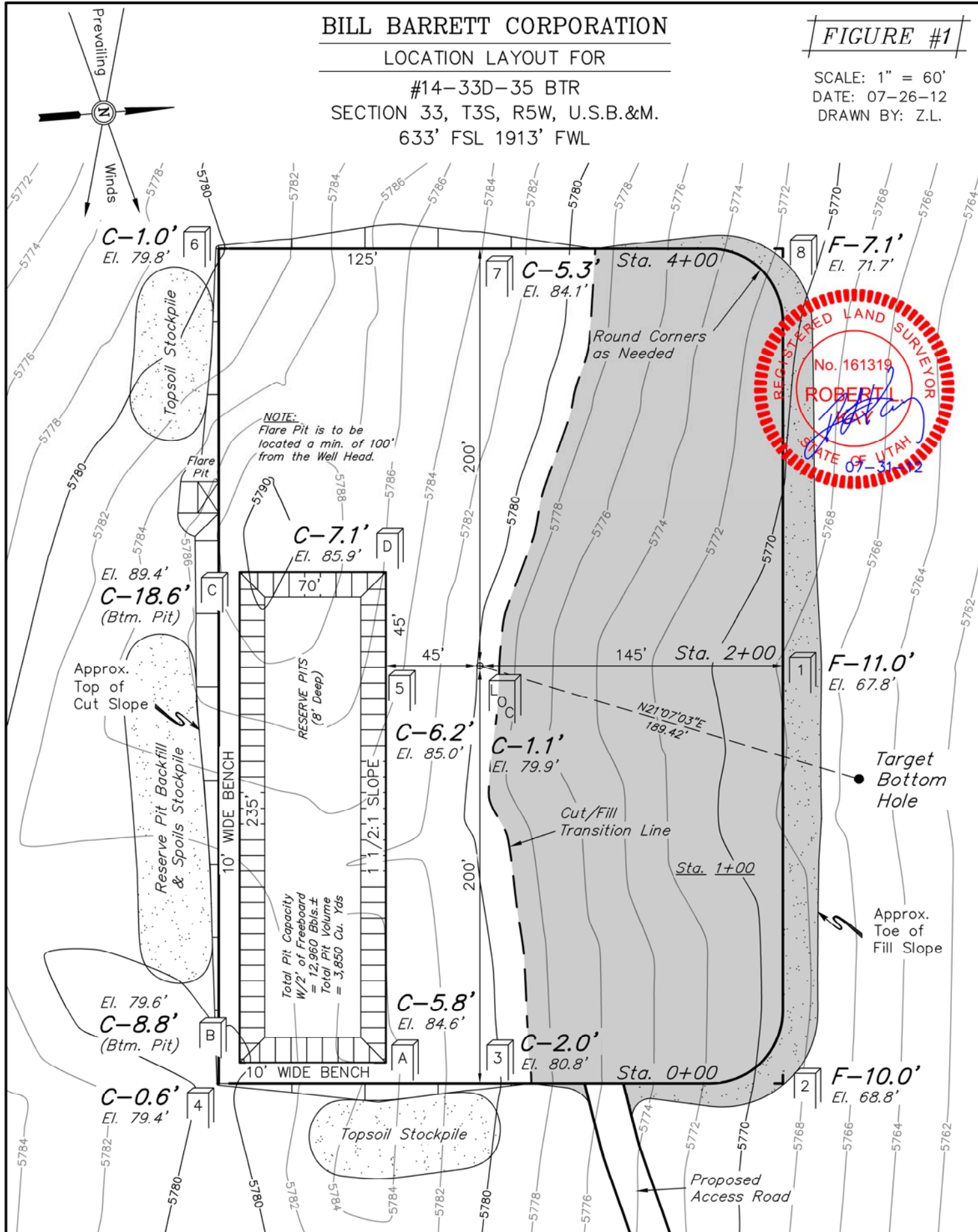
#14-33D-35 BTR
SECTION 33, T3S, R5W, U.S.B.&M.
633' FSL 1913' FWL

FIGURE #1

SCALE: 1" = 60'

DATE: 07-26-12

DRAWN BY: Z.L.



Elev. Ungraded Ground At Loc. Stake = **5779.9'**
FINISHED GRADE ELEV. AT LOC. STAKE = **5778.8'**

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85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

BILL BARRETT CORPORATION**TYPICAL CROSS SECTIONS FOR**

#14-33D-35 BTR

SECTION 33, T3S, R5W, U.S.B.&M.

633' FSL 1913' FWL

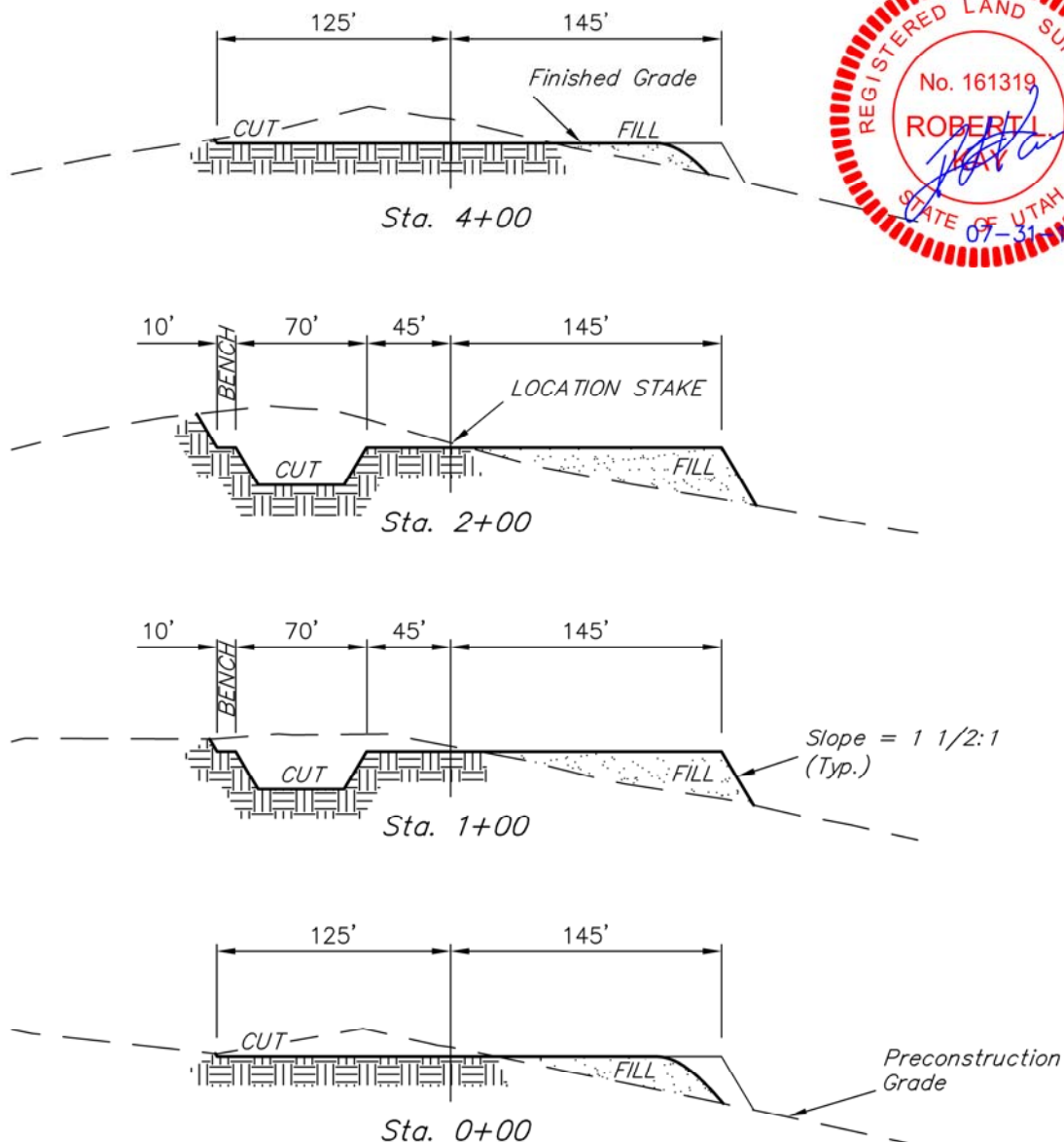
FIGURE #2

SCALE: 1" = 60'

DATE: 07-26-12

DRAWN BY: Z.L.

1" = 40'
X-Section
Scale
1" = 100'

**NOTE:**

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.306 ACRES
ACCESS ROAD DISTURBANCE = ± 3.252 ACRES
PIPELINE DISTURBANCE = ± 3.172 ACRES
POWER LINE DISTURBANCE = ± 16.193 ACRES
TOTAL = ± 25.923 ACRES

*** NOTE:**

FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 2,220 Cu. Yds.
Remaining Location = 13,710 Cu. Yds.
TOTAL CUT = 15,930 CU. YDS.
FILL = 11,780 CU. YDS.

EXCESS MATERIAL = 4,150 Cu. Yds.
Topsoil & Pit Backfill = 4,150 Cu. Yds.
(1/2 Pit Vol.)
EXCESS UNBALANCE = 0 Cu. Yds.
(After Interim Rehabilitation)

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

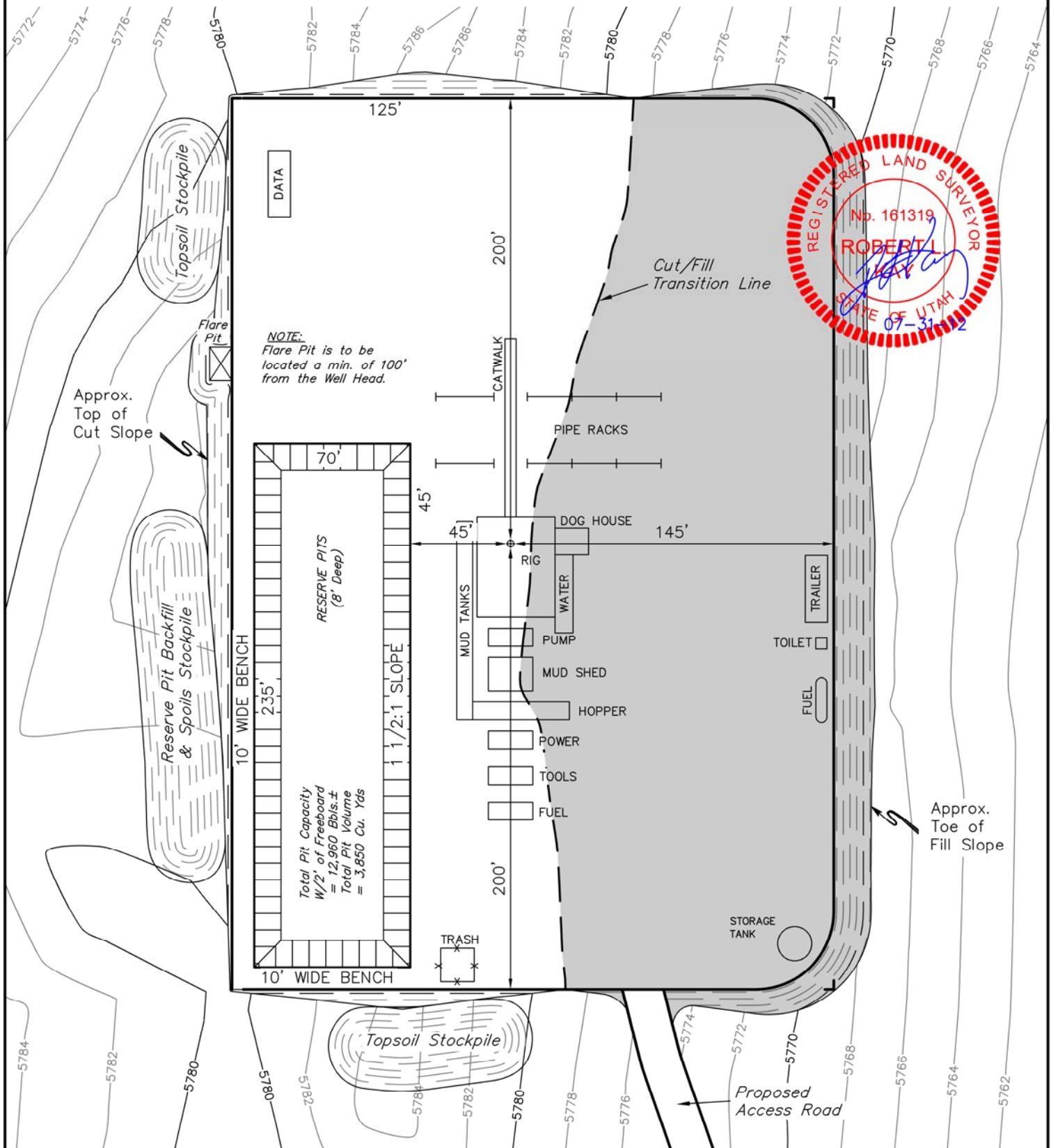
BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

#14-33D-35 BTR
SECTION 33, T3S, R5W, U.S.B.&M.
633' FSL 1913' FWL

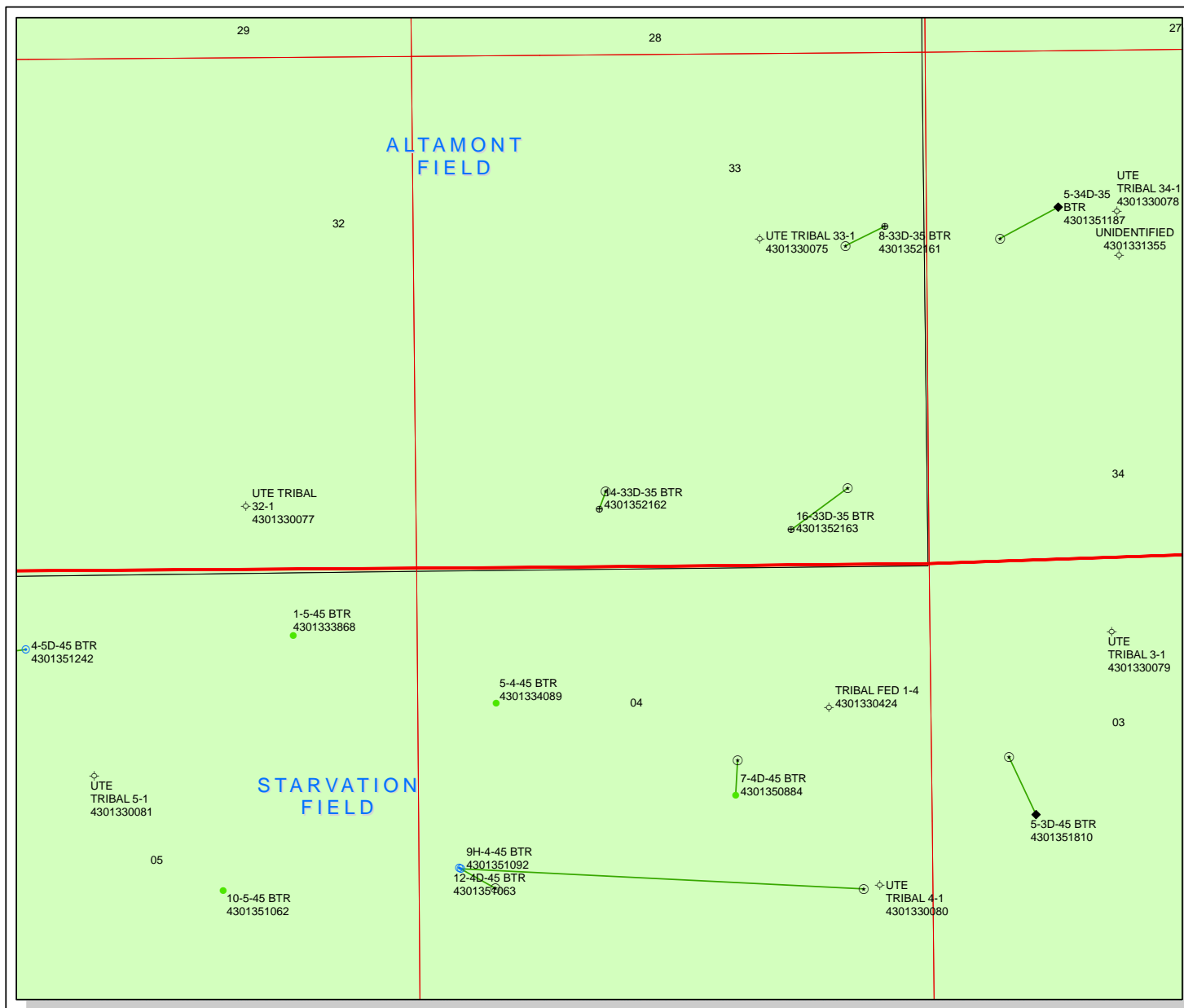
FIGURE #3

SCALE: 1" = 60'
DATE: 07-26-12
DRAWN BY: Z.L.



UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: APRIL 25, 2013

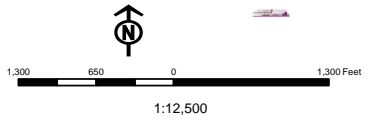


API Number: 4301352162
Well Name: 14-33D-35 BTR
Township T03.0S Range R05.0W Section 33
Meridian: UBM
Operator: BILL BARRETT CORP

Map Prepared:
 Map Produced by Diana Mason

- Units**
- STATUS
 - ACTIVE
 - EXPLORATORY
 - GAS STORAGE
 - NF PP OIL
 - NF SECONDARY
 - PI OIL
 - PP GAS
 - PP GEOTHERMAL
 - PP OIL
 - SECONDARY
 - TERMINATED

- Fields**
- STATUS
 - Unknown
 - ABANDONED
 - ACTIVE
 - COMBINED
 - INACTIVE
 - STORAGE
 - TERMINATED



ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name 14-33D-35 BTR
API Number 43013521620000 **APD No** 7895 **Field/Unit** ALTAMONT
Location: 1/4,1/4 SESW **Sec** 33 **Tw** 3.0S **Rng** 5.0W 633 FSL 1913 FWL
GPS Coord (UTM) 546760 4446823 **Surface Owner** Tren Grant

Participants

Trevor Anderson (surveyor), Amy Ackman (archeologist), Zack Garner (BBC), Curtis Turner (landman), Jim Burns (permit contractor), James Hereford (BLM), Mel Coonrod (reclamation)

Regional/Local Setting & Topography

This location sits on the top of a long narrow ridge and appears to be in a cut stable location. The site is just over 2 miles west of Duchesne Utah and about .5 mile southeast of Starvation Reservoir. Drainage is to the west toward Starvation Reservoir.

Surface Use Plan

Current Surface Use
Wildlfe Habitat

| New Road Miles | Well Pad | Src Const Material | Surface Formation |
|-----------------------|------------------------------------|---------------------------|--------------------------|
| 0.9 | Width 270 Length 400 | Offsite | UNTA |

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Pinion, juniper, prickly pear, sparse grasses

Soil Type and Characteristics

Loam soil, covered with fractured rock pieces

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? N

Berm Required? Y

Permeable soil, close proximity to Starvation Reservoir

Erosion Sedimentation Control Required? N

Paleo Survey Run? N Paleo Potential Observed? N Cultural Survey Run? Y Cultural Resources? N

Reserve Pit

| Site-Specific Factors | | Site Ranking |
|--|-------------------|---------------------------|
| Distance to Groundwater (feet) | 100 to 200 | 5 |
| Distance to Surface Water (feet) | >1000 | 0 |
| Dist. Nearest Municipal Well (ft) | >5280 | 0 |
| Distance to Other Wells (feet) | >1320 | 0 |
| Native Soil Type | High permeability | 20 |
| Fluid Type | TDS>10000 | 15 |
| Drill Cuttings | Normal Rock | 0 |
| Annual Precipitation (inches) | | 0 |
| Affected Populations | | |
| Presence Nearby Utility Conduits | Not Present | 0 |
| Final Score | | 40 1 Sensitivity Level |

Characteristics / Requirements

The reserve pit is proposed in a cut stable location. Dimensions are 235 x 70 x 8ft. Bill Barrett representative Zack Garner stated that a 20 mil reserve pit liner and felt subliner is used on all BBC locations as standard equipment. This liner program appears adequate for this location.

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 16 Pit Underlayment Required? Y

Other Observations / Comments

The GPS coordinates recorded in the field don't match.

Richard Powell
Evaluator

5/30/2013
Date / Time

Application for Permit to Drill

Statement of Basis

Utah Division of Oil, Gas and Mining

| | | | | | |
|------------------|--|---------------|--------------------------|-------------------|------------|
| APD No | API WellNo | Status | Well Type | Surf Owner | CBM |
| 7895 | 43013521620000 | LOCKED | OW | P | No |
| Operator | BILL BARRETT CORP | | Surface Owner-APD | Tren Grant | |
| Well Name | 14-33D-35 BTR | | Unit | | |
| Field | ALTAMONT | | Type of Work | DRILL | |
| Location | SESW 33 3S 5W U 633 FSL 1913 FWL GPS Coord (UTM) 546151E 4446876N | | | | |

Geologic Statement of Basis

The mineral rights for the proposed well are owned by the Ute Tribe. The BLM will be the agency responsible for evaluating and approving the drilling, casing and cement programs.

APD Evaluator

Date / Time

Surface Statement of Basis

This proposed location is on fee surface with Indian minerals. Surface owner Tren Grant was invited to this onsite inspection but was unable to attend. I asked Mr. Grant if he had any concerns regarding this site and he stated that he couldn't think of any concerns at the time but would call me after having time to think about it. I did not hear from Mr. Grant again prior to this onsite inspection. According to Zack Garner of Bill Barrett Corp. a 20 mil liner and felt sub liner will be used for the reserve pit. The reserve pit is to be placed in a cut, stable position. This location must be bermed due to permeable soils and close proximity to the Starvation Reservoir. This site sits along the top of a narrow ridge where no drainages are affected. This appears to be a good site for placement of this well.

Richard Powell
Onsite Evaluator

5/30/2013
Date / Time

Conditions of Approval / Application for Permit to Drill

| | |
|-----------------|---|
| Category | Condition |
| Pits | A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit. |
| Surface | The well site shall be bermed to prevent fluids from leaving the pad. |
| Surface | Drainages adjacent to the proposed pad shall be diverted around the location. |
| Surface | The reserve pit shall be fenced upon completion of drilling operations. |

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 4/25/2013

API NO. ASSIGNED: 43013521620000

WELL NAME: 14-33D-35 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8172

CONTACT: Venessa Langmacher

PROPOSED LOCATION: SESW 33 030S 050W

Permit Tech Review: ☒

SURFACE: 0633 FSL 1913 FWL

Engineering Review: ☐

BOTTOM: 0810 FSL 1980 FWL

Geology Review: ☒

COUNTY: DUCHESNE

LATITUDE: 40.17098

LONGITUDE: -110.45798

UTM SURF EASTINGS: 546151.00

NORTHINGS: 4446876.00

FIELD NAME: ALTAMONT

LEASE TYPE: 2 - Indian

LEASE NUMBER: 2OG0005608

PROPOSED PRODUCING FORMATION(S): GREEN RIVER(LWR)-WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

☒ PLAT☒ Bond: INDIAN - LPM8874725☐ Potash☐ Oil Shale 190-5☐ Oil Shale 190-3☐ Oil Shale 190-13☒ Water Permit: 43-180☐ RDCC Review:☒ Fee Surface Agreement☐ Intent to Commingle

Commingle Approved

LOCATION AND SITING:

☐ R649-2-3.

Unit:

☐ R649-3-2. General☒ R649-3-3. Exception☒ Drilling Unit

Board Cause No: Cause 139-84

Effective Date: 12/31/2008

Siting: 4 Prod LGRRV-WSTC Wells

☒ R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 1 - Exception Location - bhll
4 - Federal Approval - dmason
5 - Statement of Basis - bhll
15 - Directional - dmason

RECEIVED: June 19, 2013



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 14-33D-35 BTR
API Well Number: 43013521620000
Lease Number: 2OG0005608
Surface Owner: FEE (PRIVATE)
Approval Date: 6/19/2013

Issued to:

BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-84. The expected producing formation or pool is the GREEN RIVER(LWR)-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

Exception Location:

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels at 801-538-5284

(please leave a voicemail message if not available)

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website

at <http://oilgas.ogm.utah.gov>

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written over a horizontal line.

For John Rogers
Associate Director, Oil & Gas

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

JUN 10 2013

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER

BLM

| | |
|--|-----------------|
| 5. Lease Serial No. 2OG0005608 | |
| 6. If Indian, Allottee or Tribe Name UINTAH AND OURAY | |
| 7. If Unit or CA Agreement, Name and No. | |
| 8. Lease Name and Well No. 14-33D-35 BTR | |
| 9. API Well No. 4301352162 | |
| 10. Field and Pool, or Exploratory ALTAMONT | |
| 11. Sec., T., R., M., or Blk. and Survey or Area Sec 33 T3S R5W Mer UBM SME: FEE | |
| 12. County or Parish DUCHESE | 13. State UT |
| 17. Spacing Unit dedicated to this well 640.00 | |
| 20. BLM/BIA Bond No. on file WYB000040 | |
| 23. Estimated duration 60 DAYS (D&C) | |

| | |
|--|---|
| 1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER | |
| 1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone | |
| 2. Name of Operator BILL BARRETT CORPORATION Contact: VENESSA LANGMACHER E-Mail: vlangmacher@billbarrettcorp.com | |
| 3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202 | 3b. Phone No. (include area code) Ph: 303-312-8172 Fx: 303-291-0420 |
| 4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SESW 633FSL 1913FWL 40.171083 N Lat, 110.457864 W Lon At proposed prod. zone SESW 810FSL 1980FWL 40.171569 N Lat, 110.457619 W Lon | |
| 14. Distance in miles and direction from nearest town or post office* 3.3 MILES NORTHWEST OF DUCHESE, UT | |
| 15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 810' (BOTTOM HOLE) | 16. No. of Acres in Lease 52428.45 |
| 18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. NONE | 19. Proposed Depth 10075 MD 10070 TVD |
| 21. Elevations (Show whether DF, KB, RT, GL, etc.) 5780 GL | 22. Approximate date work will start 11/01/2013 |

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- | | |
|---|--|
| 1. Well plat certified by a registered surveyor. | 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2. A Drilling Plan. | 5. Operator certification |
| 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | 6. Such other site specific information and/or plans as may be required by the authorized officer. |

| | | |
|---|---|---------------------|
| 25. Signature (Electronic Submission) | Name (Printed/Typed) VENESSA LANGMACHER Ph: 303-312-8172 | Date 06/06/2013 |
| Title SENIOR PERMIT ANALYST | | |
| Approved by (Signature) | Name (Printed/Typed) Jerry Kenczka | Date NOV 12 2013 |
| Title Assistant Field Manager Lands & Mineral Resources | Office VERNAL FIELD OFFICE | |

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

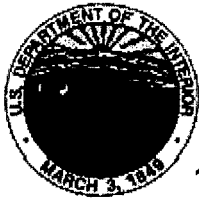
Additional Operator Remarks (see next page)

Electronic Submission #209887 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by JOHNETTA MAGEE on 06/11/2013 (13JM1050AE)

NOTICE OF APPROVAL

UDOGM

** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED **



UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE
170 South 500 East VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: BILL BARRETT CORPORATION
Well No: 14-33D-35 BTR
API No: 43-013-52162

Location: SESW, Sec. 33, T3S, R5W
Lease No: 20G0005608
Agreement: N/A

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

| | |
|---|--|
| Construction Activity (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist) | - The Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist shall be notified at least 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday. |
| Construction Completion (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist) | - Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. Notify the BLM Environmental Scientist prior to moving on the drilling rig. |
| Spud Notice (Notify BLM Petroleum Engineer) | - Twenty-Four (24) hours prior to spudding the well. |
| Casing String & Cementing (Notify BLM Supv. Petroleum Tech.) | - Twenty-Four (24) hours prior to running casing and cementing all casing strings to: blm_ut_vn_opreport@blm.gov . |
| BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.) | - Twenty-Four (24) hours prior to initiating pressure tests. |
| First Production Notice (Notify BLM Petroleum Engineer) | - Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days. |

***SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)***

- Any deviation of submitted APD's, which includes BBCs surface use plan, and ROW applications the operator will notify the BLM in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COAs, and ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- Noxious weeds will be treated, monitored, and controlled along both the access road, pipeline route, and on the well pad itself.
- Insure topsoil stability on location and use topsoil for interim reclamation as soon as possible to maintain viability of the topsoil resource. If stored for a longer period of time then topsoil will be maintained to increase viability until the resource can be used for reclamation purposes only.
- All above ground production facilities will be painted Beetle Green on this location to help blend in with the surrounding habitat, unless otherwise directed by the landowners or BLM AO.
- The operator must conduct operations to minimize adverse effects to surface and subsurface resources. This will be accomplished by staying on the approved acres of disturbance, and conforming to dust mitigation technology and doing interim reclamation practices on unused portions of the proposal.
- All dry washes will be diverted away from the actual well pad as discussed during the onsite investigation, and as agreed to by the landowners.
- Other site specific stipulations agreed upon during the onsite by the landowner as stated in the beginning of the Surface Use Plan of Operations (SUPO) of the APD will be followed and implemented. See bullets (1) on the first page of the SUPO.
- Site reclamation will be accomplished for portions of the well pad not needed for production, within 6 months of completion, weather permitting. This also includes any roads, and pipeline areas that have been disturbed as well. Road areas not being used and pipeline disturbances can undergo reclamation immediately after the pipeline is installed and after the roads are built. Please contact the private landowner for seed mixes that work in the area. This could also be included in the reclamation plan from BBC. Seeds must be planted in August and prior to ground freeze. Non-natives can be used; however lbs/ac must be kept low to minimize the chance of a monoculture.
-

- A formation integrity test shall be performed at the surface casing shoe.
- Gamma Ray Log shall be run from Total Depth to Surface.
- To effectively protect useable water, cement for the long string is required to be brought 200' above the surface casing shoe.
- A bowl diverter system, which is connected and discharged to a panic or choke blooie line, shall be installed while drilling the surface whole section.
-

**DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

SITE SPECIFIC DOWNHOLE COAs:

-

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person

making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well by CD (compact disc). This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if

performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp Rig Name/# CAPSTAR 328
Submitted By Jody South Phone Number 303-353-5425
Well Name/Number 14-33D-35 BTR
Qtr/Qtr SESW Section 33 Township 3S Range 5W
Lease Serial Number 2OG0005608
API Number 43013521620000

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☒ Surface Casing
- ☐ Intermediate Casing
- ☐ Production Casing
- ☐ Liner
- ☐ Other

Date/Time 5/5/2014 3:00 AM ☐ PM ☒

BOPE

- ☐ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

Date/Time _____ AM ☐ PM ☐

Remarks RUN 9 5/8" SURFACE CASING & CEMENT

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp Rig Name/# CAPSTAR 328
Submitted By Jody South Phone Number 303-353-5425
Well Name/Number 14-33D-35 BTR
Qtr/Qtr SESW Section 33 Township 3S Range 5W
Lease Serial Number 2OG0005608
API Number 43013521620000

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
- ☐ Intermediate Casing
- ☒ Production Casing
- ☐ Liner
- ☐ Other

Date/Time 5/16/2014 10:00 AM ☐ PM ☐

BOPE

- ☐ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

Date/Time _____ AM ☐ PM ☐

Remarks RUN 5 1/2" PROD. CASING & CEMENT

| | | |
|--|--|---|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| | | 7. UNIT or CA AGREEMENT NAME: |
| 1. TYPE OF WELL Oil Well | | 8. WELL NAME and NUMBER: 14-33D-35 BTR |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 9. API NUMBER: 43013521620000 |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 9. FIELD and POOL or WILDCAT: ALTAMONT |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0633 FSL 1913 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 33 Township: 03.0S Range: 05.0W Meridian: U | | COUNTY: DUCHESNE |
| | | STATE: UTAH |

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

| TYPE OF SUBMISSION | TYPE OF ACTION | | | |
|--|--|---|---|--|
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> CASING REPAIR | |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> CHANGE WELL NAME | |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> CONVERT WELL TYPE | |
| <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 5/31/2014 | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> NEW CONSTRUCTION | |
| | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> PLUG BACK | |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION | |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | <input type="checkbox"/> TEMPORARY ABANDON | |
| | <input type="checkbox"/> TUBING REPAIR | <input type="checkbox"/> VENT OR FLARE | <input type="checkbox"/> WATER DISPOSAL | |
| | <input type="checkbox"/> WATER SHUTOFF | <input type="checkbox"/> SI TA STATUS EXTENSION | <input type="checkbox"/> APD EXTENSION | |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> OTHER | OTHER: <input style="width: 100px;" type="text"/> | |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Attached is the May 2014 Drilling Activity for this well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 June 05, 2014

| | | |
|--|------------------------------|-----------------------------------|
| NAME (PLEASE PRINT) Christina Hirtler | PHONE NUMBER 303 312-8597 | TITLE Administrative Assistant |
| SIGNATURE N/A | | DATE 6/5/2014 |

**14-33D-35 BTR 5/2/2014 22:00 - 5/3/2014 06:00**

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|--|
| 22:00 | 5.50 | 03:30 | 14 | NIPPLE UP B.O.P | NIPPLE UP ROTATING HEAD, FLOWLINE, AND FLARE LINES, - LOAD AND STRAP BHA |
| 03:30 | 2.00 | 05:30 | 20 | DIRECTIONAL WORK | MAKE UP BIT AND MM, ORIENTATE AND SCRIBE |
| 05:30 | 0.50 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/80' - T/113' |

14-33D-35 BTR 5/3/2014 06:00 - 5/4/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------------|--|
| 06:00 | 8.00 | 14:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/113' - T/503' - 390' @ 48.8'/HR. WOB = 6K, RPM = 40 |
| 14:00 | 1.50 | 15:30 | 5 | COND MUD & CIRC | CIRCULATE WATER OUT OF HOLE WITH 10.5 PPG MUD |
| 15:30 | 1.00 | 16:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/503' - T/566' |
| 16:30 | 0.50 | 17:00 | 7 | LUBRICATE RIG | RIG SERVICE |
| 17:00 | 13.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/566' - T/1450' - 881' @ 67.8'/HR. WOB=16K, RPM = 55 |

14-33D-35 BTR 5/4/2014 06:00 - 5/5/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|---|
| 06:00 | 4.50 | 10:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/1450' - T/1600' - 150' @ 33.3'/HR. WOB=22K, RPM=55-65 |
| 10:30 | 0.50 | 11:00 | 5 | COND MUD & CIRC | PUMP SWEEP CIRCULATE, PUMP SLUG |
| 11:00 | 0.50 | 11:30 | 7 | LUBRICATE RIG | RIG SERVICE |
| 11:30 | 2.00 | 13:30 | 8 | REPAIR RIG | BACKUP GENERATOR BROUGHT IN AND WAS WIRED IN REVERSE/AS A RESULT HAD TO CHANGE FUEL PUMP ON SWIVEL TANK AND BLEED OUT AIR FROM SWIVEL MOTOR |
| 13:30 | 2.50 | 16:00 | 6 | TRIPS | TOOH FOR BIT CHANGE |
| 16:00 | 2.00 | 18:00 | 20 | DIRECTIONAL WORK | LAY DOWN BHA/PICK UP NEW BIT, MOTOR, AND SAME BHA |
| 18:00 | 2.00 | 20:00 | 6 | TRIPS | TIH |
| 20:00 | 10.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/1600' - T/2018' - 418' @ 41.8'/HR. WOB = 20K, RPM = 70 |

14-33D-35 BTR 5/5/2014 06:00 - 5/6/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------|--|
| 06:00 | 24.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/2018' - T/2248' - 230' @ 9.6'/HR. WOB = 10-30K, RPM = 45-75 |

14-33D-35 BTR 5/6/2014 06:00 - 5/7/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|--|
| 06:00 | 1.00 | 07:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/2248' - T/2250' |
| 07:00 | 1.00 | 08:00 | 5 | COND MUD & CIRC | FLOW CHECK - NO FLOW/PUMP PILL |
| 08:00 | 0.50 | 08:30 | 7 | LUBRICATE RIG | RIG SERVICE |
| 08:30 | 8.50 | 17:00 | 8 | REPAIR RIG | CHANGE OUT SWIVEL PUMP, CHANGE OUT SWIVEL MOTOR ON TOPDRIVE, CHANGE OUT PRESSURE REGULATOR |
| 17:00 | 2.50 | 19:30 | 6 | TRIPS | TOOH |
| 19:30 | 1.00 | 20:30 | 20 | DIRECTIONAL WORK | L/D BIT, MM, REAMERS, & DIR. TOOLS |
| 20:30 | 1.50 | 22:00 | 20 | DIRECTIONAL WORK | P/U FRESH BIT, MOTOR, AND REAMERS, P/U DIR. TOOLS AND ORIENTATE |
| 22:00 | 2.00 | 00:00 | 6 | TRIPS | TIH |
| 00:00 | 6.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/2250' - T/2330' - 80' @ 13.3'/HR |

14-33D-35 BTR 5/7/2014 06:00 - 5/8/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|---|
| 06:00 | 5.50 | 11:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/2330' - T/2376' |
| 11:30 | 0.50 | 12:00 | 5 | COND MUD & CIRC | FLOW CHECK/NO FLOW, FILL TRIP TANK, SEND DRY JOB |
| 12:00 | 2.50 | 14:30 | 6 | TRIPS | TOOH FOR MM CHANGE |
| 14:30 | 1.00 | 15:30 | 20 | DIRECTIONAL WORK | LAY DOWN DIR. TOOLS |
| 15:30 | 1.00 | 16:30 | 20 | DIRECTIONAL WORK | PICK UP DIR. TOOLS |
| 16:30 | 1.50 | 18:00 | 9 | CUT OFF DRILL LINE | SLIP AND CUT |
| 18:00 | 2.50 | 20:30 | 6 | TRIPS | TIH, WASH LAST 20' TO BOTTOM |
| 20:30 | 9.50 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/2376' - T/2710' - 334' @ 35.2'/HR. WOB=12K, RPM = 60 |

14-33D-35 BTR 5/8/2014 06:00 - 5/9/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------------|---|
| 06:00 | 3.50 | 09:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/2710' - T/2839' - 129' @ 36.9'/HR. WOB=16-18K, RPM=60-65 |
| 09:30 | 0.50 | 10:00 | 7 | LUBRICATE RIG | RIG SERVICE |
| 10:00 | 0.50 | 10:30 | 8 | REPAIR RIG | WORK ON SWIVEL HYDRAULIC LINE |
| 10:30 | 6.50 | 17:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/2839' - T/3135' TD - 296' @ 45.5'/HR. WOB = 15K, RPM=60 |
| 17:00 | 1.00 | 18:00 | 5 | COND MUD & CIRC | PUMP SWEEP, CIRCULATE |
| 18:00 | 0.50 | 18:30 | 5 | COND MUD & CIRC | CIRCULATE, FLOW CHECK/NO FLOW, PULL 5 JTS, PUMP SLUG |
| 18:30 | 3.50 | 22:00 | 6 | TRIPS | TOOH |
| 22:00 | 1.50 | 23:30 | 20 | DIRECTIONAL WORK | LAY DOWN DIR. TOOLS |
| 23:30 | 6.50 | 06:00 | 12 | RUN CASING & CEMENT | RUN 9 5/8" CASING |

14-33D-35 BTR 5/9/2014 06:00 - 5/10/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------------|---|
| 06:00 | 3.00 | 09:00 | 12 | RUN CASING & CEMENT | RUN 73JTS - 3125.89' OF 9 5/8" 36# J55 ST&C CASING W/16 CENTRALIZERS |
| 09:00 | 1.00 | 10:00 | 5 | COND MUD & CIRC | CIRCULATE, RECIPROCATATE PIPE |
| 10:00 | 4.00 | 14:00 | 12 | RUN CASING & CEMENT | R/U, SAFETY MEETING, FILL LINES, TEST LINES TO 3500PSI, PUMP 20BBLs WATER, PUMP 40 BBL OF SUPER FLUSH AT 10.0LB/GAL, PUMP 20 BBLs OF FRESH WATER, PUMP 293 BBLs 520 SKS LEAD @ 11.0LBS/GAL 3.16 YLD 19.43GPS, PUMP 59BBLs 240 SKS TAIL @ 14.8#, 1.37 YLD, 6.62GPS, SHUTDOWN, DROP TOP PLUG, PUMP 238 BBLs OF FRESH WATER DISPLACEMENT, BUMPED PLUG AT 700PSI TOOK TO 1300PSI, CHECK FLOATS GOT 1.5BBLs BACK, FLOATS HELD, 141 BBLs CEMENT TO SURFACE, CEMENT IS HOLDING AT SURFACE, WAIT TWO HOURS TO TOP OUT, CEMENT HOLDING AT SURFACE, PUMPED 8BBLs TOP OUT, CEMENT DID NOT FALL BACK, WASH STACK OUT, R/D |
| 14:00 | 4.00 | 18:00 | 13 | WAIT ON CEMENT | TOP OUT, WAIT ON CEMENT |
| 18:00 | 6.00 | 00:00 | 21 | OPEN | CUT CASING, WAIT ON CAMERON TO BRING ANOTHER WELLHEAD BECAUSE THEY BROUGHT OUT THE WRONG SIZE ONE THE FIRST TIME, WELD ON WELLHEAD |
| 00:00 | 4.00 | 04:00 | 14 | NIPPLE UP B.O.P | NIPPLE UP B.O.P. |
| 04:00 | 2.00 | 06:00 | 15 | TEST B.O.P | TEST LOWER KELLY VALVE, SAFETY VALVE, PIPE RAMS INSIDE VALVES, HCR, OUTSIDE KILL LINE VALVES, CHOKE LINE, CHECK VALVE, UPRIGHT GAGE VALVE, BLIND RAMS, AND INSIDE MANIFOLD VALVES ALL TO 5000PSI FOR 10 MIN. - TEST ANNULAR TO 1500PSI - SUPER CHOKE 500PSI 5MIN. - TEST CSG TO 1500PSI FOR 30MIN. TESTED USING B&C QUICK TEST. |

14-33D-35 BTR 5/10/2014 06:00 - 5/11/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|---|
| 06:00 | 3.00 | 09:00 | 15 | TEST B.O.P | TEST LOWER KELLY VALVE, SAFETY VALVE, PIPE RAMS INSIDE VALVES, HCR, OUTSIDE KILL LINE VALVES, CHOKE LINE, CHECK VALVE, UPRIGHT GAGE VALVE, BLIND RAMS, AND INSIDE MANIFOLD VALVES ALL TO 5000PSI FOR 10 MIN. - TEST ANNULAR TO 1500PSI - SUPER CHOKE 500PSI 5MIN. - TEST CSG TO 1500PSI FOR 30MIN. TESTED USING B&C QUICK TEST. |
| 09:00 | 2.00 | 11:00 | 20 | DIRECTIONAL WORK | P/U DIR. TOOLS, ORIENTATE |
| 11:00 | 2.50 | 13:30 | 6 | TRIPS | TIH |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------|--|
| 13:30 | 2.00 | 15:30 | 2 | DRILL ACTUAL | DRILL F/3135' - T/3155', DRILL OUT FLOAT AT 3080', SHOE = 3125' |
| 15:30 | 0.50 | 16:00 | 21 | OPEN | SPOT LCM SWEEP, PULL TO SHOE, PERFORM EMW TEST, EMW=10.5 WITH MUD WT. AT 8.4, TEST AT 345 PSI FOR 5 MIN. 0PSI LOSS |
| 16:00 | 14.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/3155' - T/4045' - 890' @ 63.6'/HR. WOB=10K, RPM = 60 |

14-33D-35 BTR 5/11/2014 06:00 - 5/12/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------|---|
| 06:00 | 24.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/4045' - T/5675' - 1630' @ 67.9'/HR. WOB = 16, RPM =50-55 |

14-33D-35 BTR 5/12/2014 06:00 - 5/13/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------|--|
| 06:00 | 0.50 | 06:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/5675' - T/5719' |
| 06:30 | 0.50 | 07:00 | 7 | LUBRICATE RIG | RIG SERVICE, CHANGE PUMP #2 CONTROL |
| 07:00 | 17.00 | 00:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/5719' - T/6602' - 883' @ 52'/HR. WOB = 14-18K, RPM = 60 |
| 00:00 | 0.50 | 00:30 | 7 | LUBRICATE RIG | RIG SERVICE |
| 00:30 | 5.50 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/6602' - T/6813' - 211' @ 38.3'/HR. WOB = 17, RPM = 60 |

14-33D-35 BTR 5/13/2014 06:00 - 5/14/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------|--|
| 06:00 | 10.50 | 16:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/6813' - T/7403' - 590' @ 56.2'/HR. WOB = 16K RPM = 60 |
| 16:30 | 0.50 | 17:00 | 7 | LUBRICATE RIG | RIG SERVICE |
| 17:00 | 13.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/7403' - T/7951' - 548' @ 42.2'/HR. WOB=18, RPM=60 |

14-33D-35 BTR 5/14/2014 06:00 - 5/15/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------|--|
| 06:00 | 9.50 | 15:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/7951' - T/8456' - 505' @ 53.2'/HR. WOB = 10-19K, RPM=65 |
| 15:30 | 0.50 | 16:00 | 7 | LUBRICATE RIG | RIG SERVICE |
| 16:00 | 14.00 | 06:00 | 2 | DRILL ACTUAL | DRILL ACTUAL F/8456' - T/8920' - 464' @ 33.1'/HR. WOB=18, RPM = 65 |

14-33D-35 BTR 5/15/2014 06:00 - 5/16/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|--|
| 06:00 | 10.50 | 16:30 | 2 | DRILL ACTUAL | DRILL ACTUAL F/8920' - T/9322' TD - 402' @ 38.3'/HR. WOB=16K RPM=65 |
| 16:30 | 1.00 | 17:30 | 5 | COND MUD & CIRC | CIRCULATE |
| 17:30 | 0.50 | 18:00 | 6 | TRIPS | PULL 5 JOINTS DP |
| 18:00 | 1.00 | 19:00 | 9 | CUT OFF DRILL LINE | SLIP & CUT DRILL LINE WHILE CIRCULATING AND ROTATING |
| 19:00 | 1.50 | 20:30 | 5 | COND MUD & CIRC | SUDDENLY LOST 160BBLs MUD, MIXED LCM TO CONTROL LOSSES, LOSSES UNDER CONTROL |
| 20:30 | 9.50 | 06:00 | 6 | TRIPS | TOOH/WIPER TRIP, FLOW CHECK AT 7500'-NO FLOW |

14-33D-35 BTR 5/16/2014 06:00 - 5/17/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------|--|
| 06:00 | 2.50 | 08:30 | 6 | TRIPS | TOOH/WIPER TRIP |
| 08:30 | 1.50 | 10:00 | 20 | DIRECTIONAL WORK | LAY DOWN DIR. TOOLS |
| 10:00 | 0.50 | 10:30 | 21 | OPEN | PUMP CLEAN MUD THROUGH PUMPS AND SURFACE LINES TO CLEAR LCM, MAKE UP BIT & BIT SUB |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------------|---|
| 10:30 | 2.50 | 13:00 | 6 | TRIPS | TIH |
| 13:00 | 2.00 | 15:00 | 8 | REPAIR RIG | CHANGE PRESSURE REGULATOR ON SWIVEL BLOCK AND SWIVEL PUMP |
| 15:00 | 0.50 | 15:30 | 7 | LUBRICATE RIG | RIG SERVICE, CHANGE SWIVEL MOTOR |
| 15:30 | 7.50 | 23:00 | 6 | TRIPS | TIH, WORK TIGHT SPOT @ 4930' |
| 23:00 | 2.00 | 01:00 | 5 | COND MUD & CIRC | CONDITION MUD & CIRCULATE |
| 01:00 | 1.00 | 02:00 | 6 | TRIPS | L/D 5 JTS. FLOW CHECK-NO FLOW, PUMP SLUG |
| 02:00 | 4.00 | 06:00 | 6 | TRIPS | TOOH/LDDP FOR LOGS |

14-33D-35 BTR 5/17/2014 06:00 - 5/18/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------------|---|
| 06:00 | 5.50 | 11:30 | 6 | TRIPS | TOOH/LDDP FOR LOGS |
| 11:30 | 5.50 | 17:00 | 11 | WIRELINE LOGS | R/U LOGGERS, RUN OPEN HOLE LOGS, TD = 9329' |
| 17:00 | 1.00 | 18:00 | 12 | RUN CASING & CEMENT | R/U TO RUN 5 1/2" CASING |
| 18:00 | 0.50 | 18:30 | 5 | COND MUD & CIRC | FLUSH OUT PUMPS AND SURFACE LINES TO CLEAR OF LCM |
| 18:30 | 11.50 | 06:00 | 12 | RUN CASING & CEMENT | RUN 5 1/2" CASING |

14-33D-35 BTR 5/18/2014 06:00 - 5/19/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|---------------------|--|
| 06:00 | 5.00 | 11:00 | 12 | RUN CASING & CEMENT | RUN 216 JTS. 9311' OF 5 1/2" 17# P-110 LT&C W/3 MARKERS AND 72 CENTRALIZERS |
| 11:00 | 2.50 | 13:30 | 5 | COND MUD & CIRC | CIRCULATE, STARTED LOOSING MUD ABOUT HALFWAY THROUGH SECOND BOTTOMS UP, MIXED LCM, HAD TO STOP TO MIX MORE MUD |
| 13:30 | 0.50 | 14:00 | 12 | RUN CASING & CEMENT | PULL ROTATING RUBBER AND LAND MANDREL |
| 14:00 | 3.00 | 17:00 | 5 | COND MUD & CIRC | BUILD 600BBLS 10.2PPG MUD, WELL STARTED FLOWING, SHUT IN WITH ANNULAR |
| 17:00 | 2.00 | 19:00 | 5 | COND MUD & CIRC | CIRCULATE THROUGH 100% OPEN CHOKE |
| 19:00 | 5.00 | 00:00 | 12 | RUN CASING & CEMENT | R/U CEMENT EQUIPMENT - S/M - Cement prod csg as follows: Press test lines to 5000 psi. Pump 40 bbls Tuned Spacer @10.7 ppg, 3.81 yld, 25.32 gps H2O, Mix and pump 271BBLS (650 sx) Lead Tuned Lite cmt @ 11 ppg, 2.34 yld, 10.12 gps H2O, Pump 212 BBLS Tail (820 sx) Econocem cmt @ 13.5 ppg, 1.45 yld, 6.91 gps H2O. Shutdown, Drop Plug. Displace w/213.9 bbls H2O w/Cla-web & Aldacide. Bump the plug @ 1994psi, Bump Plug @ 2904, Go to 2997psi, Got 5bbls of Cement to Surface, Check Floats and got 2.5 bbls back, R/D Halliburton |
| 00:00 | 1.00 | 01:00 | 21 | OPEN | SET PACKOFF |
| 01:00 | 5.00 | 06:00 | 14 | NIPPLE UP B.O.P | NIPPLE DOWN, CLEAN MUD TANKS, RIG RELEASE AT 06:00HRS |

14-33D-35 BTR 5/20/2014 06:00 - 5/21/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|--|
| 06:00 | 24.00 | 06:00 | GOP | General Operations | HSM. CHECK PRESSURE. ND 7" NIGHT CAP. NU 7" 5K X 5" 10K FRAC MANDREL. NU 5" 10K FRAC VALVES. PRES TEST CSG TO PSI, TEST FB EQUIP TO 2500/4500 PSI. ALL TEST GOOD. SECURE WELL. |

14-33D-35 BTR 5/21/2014 06:00 - 5/22/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status COMPLETION | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|---------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|----------|---|
| 06:00 | 24.00 | 06:00 | LOGG | Logging | MIRU CUTTERS. RIH W/ GR/JB. TAG AT 9200'. DRLG SHOW FC AT 9222' (22' FILL). RIH W/ CBL AND LOG FROM 9190' TO SURFACE. LOG SHOWS TD-4750' GOOD BOND. 4750'-4000' LIGHT WEIGHT CMT, 4000' - 3400' POOR CMT. EST TOC AT 3400'. MARKER JTS AT 5438'-5460', 7231'-7253', AND 8686'-8708'. DID NOT HOLD PRESSURE AS RUN LOG. RDMO HES. WELL SECURE. |

| | | |
|--|---|---|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| | | 7. UNIT or CA AGREEMENT NAME: |
| 1. TYPE OF WELL Oil Well | 8. WELL NAME and NUMBER: 14-33D-35 BTR | |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | 9. API NUMBER: 43013521620000 | |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | PHONE NUMBER: 303 312-8134 Ext | 9. FIELD and POOL or WILDCAT: ALTAMONT |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0633 FSL 1913 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 33 Township: 03.0S Range: 05.0W Meridian: U | COUNTY: DUCHESNE | |
| | STATE: UTAH | |

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

| TYPE OF SUBMISSION | TYPE OF ACTION | | | |
|--|--|---|--|---|
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input checked="" type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER | <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION | OTHER: <input style="width: 100px;" type="text"/> |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | | | | |
| <input type="checkbox"/> DRILLING REPORT Report Date: | | | | |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

THIS WELL HAD FIRST PRODUCTION AND FIRST GAS SALES ON
6/12/2014 AND FIRST OIL SALES ON 6/13/2014.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 June 16, 2014

| | | |
|------------------------------------|------------------------------|-------------------------|
| NAME (PLEASE PRINT) Brady Riley | PHONE NUMBER 303 312-8115 | TITLE Permit Analyst |
| SIGNATURE N/A | | DATE 6/16/2014 |

| | | |
|--|--|--|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608 |
| 1. TYPE OF WELL Oil Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 8. WELL NAME and NUMBER: 14-33D-35 BTR |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0633 FSL 1913 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 33 Township: 03.0S Range: 05.0W Meridian: U | | 9. API NUMBER: 43013521620000 |
| PHONE NUMBER: 303 312-8134 Ext | | 9. FIELD and POOL or WILDCAT: ALTAMONT |
| COUNTY: DUCHESNE | | STATE: UTAH |

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

| TYPE OF SUBMISSION | TYPE OF ACTION | | | |
|--|--|---|---|--|
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> CASING REPAIR | |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> CHANGE WELL NAME | |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> CONVERT WELL TYPE | |
| <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 6/30/2014 | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> NEW CONSTRUCTION | |
| | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> PLUG BACK | |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION | |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | <input type="checkbox"/> TEMPORARY ABANDON | |
| | <input type="checkbox"/> TUBING REPAIR | <input type="checkbox"/> VENT OR FLARE | <input type="checkbox"/> WATER DISPOSAL | |
| | <input type="checkbox"/> WATER SHUTOFF | <input type="checkbox"/> SI TA STATUS EXTENSION | <input type="checkbox"/> APD EXTENSION | |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | <input type="checkbox"/> OTHER | OTHER: <input style="width: 100px;" type="text"/> | |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 Attached is the June 2014 Drilling Activity for this well.

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 July 11, 2014

| | | |
|---|-------------------------------------|--|
| NAME (PLEASE PRINT) Christina Hirtler | PHONE NUMBER 303 312-8597 | TITLE Administrative Assistant |
| SIGNATURE N/A | DATE 7/8/2014 | |

**14-33D-35 BTR 6/6/2014 06:00 - 6/7/2014 06:00**

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|---|
| 06:00 | 24.00 | 06:00 | GOP | General Operations | HSM. CHECK PRESSURE. ND 7" NIGHT CAP. NU 7" 5K X 5" 10K FRAC MANDREL. NU 5" 10K FRAC VALVES. PRES TEST CSG TO 8400 PSI, TEST FB EQUIP TO 2500/4500 PSI. ALL TEST GOOD. SECURE WELL. |

14-33D-35 BTR 6/7/2014 06:00 - 6/8/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|-----|
| 06:00 | 24.00 | 06:00 | GOP | General Operations | |

14-33D-35 BTR 6/8/2014 06:00 - 6/9/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------------|--|
| 06:00 | 1.00 | 07:00 | CTRL | Crew Travel | ARRIVE ON LOCATION 7AM |
| 07:00 | 0.10 | 07:06 | SMTG | Safety Meeting | DISCUSS OVER HEAD LOADS WHILE RIGGING UP. |
| 07:06 | 1.00 | 08:06 | SRIG | Rig Up/Down | MIRU CASED HOLE |
| 08:06 | 1.30 | 09:24 | WLWK | Wireline | PERF STG 1-- PERF CR 4, CR 5 FORM 8909'-9184' WITH 45 HOLES IN 15' NET. SHUT IN AND SECURE WELL. |
| 09:24 | 3.00 | 12:24 | SRIG | Rig Up/Down | MIRU HES |
| 12:24 | 17.60 | 06:00 | LOCL | Lock Wellhead & Secure | LOCK AND SECURE WELL FOR NIGHT |

14-33D-35 BTR 6/9/2014 06:00 - 6/10/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|----------------|--|
| 06:00 | 0.00 | 06:00 | CTRL | Crew Travel | CREW ARRIVED ON LOC @ 5:00 AM |
| 06:00 | 0.80 | 06:48 | SMTG | Safety Meeting | AOL 05:00. PRIME UP CHEMS AND PUMPS. QC FLUIDS. PRESSURE TEST. HSM-SMOKING, RED ZONE, PPE, PERF GUNS, MUSTER AREA. |
| 06:48 | 1.20 | 08:00 | FRAC | Frac. Job | FRAC STG 1 PRESSURE TEST LINES TO 9500 PSI. OPEN WELL W/ 110 PSI AT 06:47 BREAK DOWN 3178 PSI AT 9.7 BPM. PMP 3900 GAL 15% HCL ACID W/ 84 BIO BALLS FOR DIVERSION. 10.2 BPM AT 2730 PSI. FLUSH W/ 8699 GAL. 30.5 BPM AT 3530 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 71 BPM AT 4156 PSI. ISDP 2807 . FG .75. PERFS OPEN 42/42 ISIP 2897 , FG .76, MR 71.2 BPM, AR 71 BPM, MP 4265 (ON BALL OUT) PSI, AP 3210 PSI 20/40 WHITE 150,000 lbs 2.0, 3.0, 3.5, and 4.0 ppg SLK WTR 1440 BBL, 20# HYBOR G (16) 1480 BBL, BTR 3024 BBLs SHUT IN AND TURN OVER TO CASED HOLE. |
| 08:00 | 1.50 | 09:30 | WLWK | Wireline | PERF STG #2- PU EXELIS 5-1/2" 10K CBP AND GUNS FOR STAGE 2 INTO LUBE AND EQUALIZE 2700 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 8685'-88708'. RUN DOWN AND SET 5-1/2" CBP AT 8870' WITH 2700 PSI. PULL UP AND PERF CR 3 AND CR 4 FORM 8651'-8850' WITH 42 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 1575 PSI. TURN WELL OVER TO HES. |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------|---|
| 09:30 | 1.20 | 10:42 | FRAC | Frac. Job | <p>FRAC STG 2 PRESSURE TEST LINES TO 9300 PSI. OPEN WELL W/ 675 PSI AT 9:37 BREAK DOWN 3850 PSI AT 10 BPM. PMP 3400 GAL 15% HCL ACID W/ 84 BIO BALLS FOR DIVERSION. 10.3 BPM AT 1890 PSI. FLUSH W/ 8447 GAL. 30 BPM AT 2880 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 70.7 BPM AT 4006 PSI. ISDP 2521. FG .73. PERFS OPEN 40/42</p> <p>ISIP 2978 , FG .78, MR 71.1 BPM, AR 70.1 BPM, MP 6520 (ON BALL OUT) PSI, AP 3200 PSI 20/40 WHITE 150,000 lbs 2.0, 3.0, 3.5, AND 4.0 ppg SLK WTR 1343 BBL, 20# HYBOR G (16) 1475 BBL, BTR 2911 BBLs</p> <p>SHUT IN AND TURN OVER TO CASED HOLE.</p> |
| 10:42 | 1.10 | 11:48 | WLWK | Wireline | <p>PERF STG #3- PU EXELIS 5-1/2" 10K CBP AND GUNS FOR STAGE 3 INTO LUBE AND EQUALIZE 2550 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 7231'-7253'. RUN DOWN AND SET 5-1/2" CBP AT 8576' WITH 2450 PSI. PULL UP AND PERF CR AND CR 3 FORM 8270'-8556' WITH 42 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 1150 PSI. TURN WELL OVER TO HES.</p> |
| 11:48 | 1.70 | 13:30 | FRAC | Frac. Job | <p>FRAC STG 3 PRESSURE TEST LINES TO 9500 PSI. OPEN WELL W/ 693 PSI AT 12:05AM BREAK DOWN 4052 PSI AT 9.5 BPM. PMP 3400 GAL 15% HCL ACID W/ 78 BIO BALLS FOR DIVERSION. 10 BPM AT 2630 PSI. FLUSH W/ 8075 GAL. 29.5 BPM AT 3350 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 74 BPM AT 4496 PSI. ISDP 2731 . FG .76. PERFS OPEN 36/39</p> <p>ISIP 2918 , FG .78, MR 75.1 BPM, AR 74.2 BPM, MP 7637 (ON BALL OUT) PSI, AP 4257 PSI 20/40 WHITE 150,000 lbs 2.0, 3.0, 3.5, AND 4.0 ppg SLK WTR 1316 BBL, 20# HYBOR G (16) 1479 BBL, BTR 2888 BBLs</p> <p>SHUT IN AND TURN OVER TO CASED HOLE.</p> |
| 13:30 | 1.00 | 14:30 | WLWK | Wireline | <p>PERF STG #4- PU EXELIS 5-1/2" 10K CBP AND GUNS FOR STAGE 4 INTO LUBE AND EQUALIZE 2850 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 7231'-7253'. RUN DOWN AND SET 5-1/2" CBP AT 8250' WITH 2750 PSI. PULL UP AND PERF STG 4 WASATCH AND CR 2 FORM 8037'-8230' WITH 42 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 1200 PSI. TURN WELL OVER TO HES.</p> |
| 14:30 | 1.30 | 15:48 | FRAC | Frac. Job | <p>FRAC STG 4 PRESSURE TEST LINES TO 9500 PSI. OPEN WELL W/ 1670 PSI AT 14:45 BREAK DOWN 3504 PSI AT 9.8 BPM. PMP 3400 GAL 15% HCL ACID W/ 84 BIO BALLS FOR DIVERSION. 10 BPM AT 2125 PSI. FLUSH W/ 7847 GAL. 30 BPM AT 2770 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 71 BPM AT PSI 3649. ISDP 2381 . FG .73. PERFS OPEN 42/42</p> <p>ISIP 2539 , FG .75, MR 77 BPM, AR 74.7 BPM, MP 7031 (ON BALL OUT) PSI, AP 2800 PSI 20/40 WHITE 150,000 lbs 2.0, 3.0, 3.5, AND 4.0 ppg SLK WTR 1309 BBL, 20# HYBOR G (16) 1480 BBL, BTR 2882 BBLs</p> <p>SHUT IN AND TURN OVER TO CASED HOLE.</p> |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------------|---|
| 15:48 | 1.20 | 17:00 | WLWK | Wireline | PERF STG #5- PU EXELIS 5-1/2" 10K CBP AND GUNS FOR STAGE 5 INTO LUBE AND EQUALIZE 2250 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 7231'-7253'. RUN DOWN AND SET 5-1/2" CBP AT 8017' WITH 2400 PSI. PULL UP AND PERF STG 5 CASTLE PEAK, UTELAND BUTTE, R 1 FORM 7750'-7997' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 1600 PSI. SDFN LOCK AND SECURE WELL |
| 17:00 | 13.00 | 06:00 | LOCL | Lock Wellhead & Secure | LOCK AND SECURE WELL FOR NIGHT. |

14-33D-35 BTR 6/10/2014 06:00 - 6/11/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|------------------------|--|
| 06:00 | | 06:00 | | | |
| 06:00 | 0.90 | 06:54 | SMTG | Safety Meeting | AOL 06:00. PRIME UP CHEMS AND PUMPS. QC FLUIDS. PRESSURE TEST. HSM-SMOKING, RED ZONE, PPE, PERF GUNS, MUSTER AREA. |
| 06:54 | 1.20 | 08:06 | FRAC | Frac. Job | FRAC STG 5 PRESSURE TEST LINES TO 9500 PSI. OPEN WELL W/ 1548 PSI AT 6:51 AM BREAK DOWN 2800 PSI AT 10 BPM. PMP 3400 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10 BPM AT 2110 PSI. FLUSH W/ 7567 GAL. 30 BPM AT 2725 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 70.2 BPM AT 3731 PSI. ISDP 2220. FG .72. PERFS OPEN 37/45. ISIP 2707, FG .78, MR 70.8 BPM, AR 69.4 BPM, MP 3821 PSI AP 3532 PSI 100 MESH 13,800 lbs .75 ppg 20/40 WHITE 150,000 lbs 1.0, 2.0, 3.0, 3.5, 4.0 ppg SLK WTR 1266 BBL, 20# HYBOR G (16) 2000 BBL, BTR 3359 BBLS TURN OVER TO CASEDHOLE. |
| 08:06 | 1.34 | 09:26 | PFRT | Perforating | PERF STG #6- PU EXELIS 5-1/2" 10K CBP AND GUNS FOR STAGE 6 INTO LUBE AND EQUALIZE 2400 PSI. OPEN WELL AND RIH. CORRELATE TO SJ AT 7231'-77253'. RUN DOWN AND SET 5-1/2" CBP AT 7735' WITH 2100 PSI. PULL UP AND PERF CASTLE PEAK FORM 7434'-7722' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 1900 PSI. TURN WELL OVER TO HES. "WAITED ON 1 LOAD OF SAND TILL 11:30AM TO ARRIVE ON LOCATION." |
| 09:26 | 3.30 | 12:44 | FRAC | Frac. Job | FRAC STG 6 PRESSURE TEST LINES TO 9010 PSI. OPEN WELL W/ 1700 PSI AT BREAK DOWN 2273 PSI AT 5 BPM. PMP 3400 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 8.5 BPM AT 1560 PSI. FLUSH W/ 7259 GAL. 30.0 BPM AT 2390 PSI. BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 70 BPM AT 3308 PSI. ISDP 1713. FG .66. PERFS OPEN 35/45 ISIP 2050, FG .71, MR 70.3 BPM, AR 69.9 BPM, MP 3540 PSI, AP 3143 PSI 100 MESH 14,060 lbs .75 ppg 20/40 WHITE 151,340 lbs 1.0, 2.0, 3.0, 3.5, 4.0 ppg SLK WTR 1329 BBL, 20# HYBOR G (16) 2010 BBL, BTR 3420 BBLS TURN OVER TO CASEDHOLE. |
| 12:44 | 1.20 | 13:56 | WLWK | Wireline | KILL PLUG- PU 5-1/2" EXELIS PLUG AND SETTING TOOLS INTO LUBE. EQUALIZE 1700 PSI. RIH AND CORRELATE TO SHORT JT 7231'-7253'. SET KILL PLUG AT 7320' WITH 1750 PSI. BLEED OFF AS POOH. |
| 13:56 | 3.00 | 16:56 | SRIG | Rig Up/Down | RDMO HES AND CASEDHOLE. |
| 16:56 | 13.06 | 06:00 | LOCL | Lock Wellhead & Secure | WELL SHUT IN AND SECURE. STACK WTR. MOVE OFF FRAC LINE. |

14-33D-35 BTR 6/11/2014 06:00 - 6/12/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|--------------------|---|
| 06:00 | 1.00 | 07:00 | CTRL | Crew Travel | CREW TRAVEL. HSM. |
| 07:00 | 1.00 | 08:00 | RMOV | Rig Move | ROAD RIG TO LOCATION. CHECK PRESSURE. ND FRAC STACK. NU 7" 5K BOP AND HYDRIL. |
| 08:00 | 2.00 | 10:00 | SRIG | Rig Up/Down | RUSU. RU FLOOR. |
| 10:00 | 0.50 | 10:30 | BOPI | Install BOP's | SET CATWALK AND PIPE RACKS. PU PWR SWIVEL. |
| 10:30 | 2.00 | 12:30 | DTIM | Downtime | WAIT ON TBG. |
| 12:30 | 1.00 | 13:30 | GOP | General Operations | UNLOAD 310-JTS 2-7/8" L-80 TBG. |

**Time Log**

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------------|--|
| 13:30 | 3.50 | 17:00 | RUTB | Run Tubing | MU 4-3/4" BIT, FLOAT SUB, POBS, 1-JT, 2.31 XN AND RIH AS MEAS AND PU TBG. |
| 17:00 | 1.00 | 18:00 | PTST | Pressure Test | PU PWR SWIVEL. FILL TBG. PRES TEST ANNULAR AND PIPE RAMS TO 2000 PSI. GOOD. |
| 18:00 | 1.00 | 19:00 | DOPG | Drill Out Plugs | EST CIRC AND D/O PLUGS CBP #1 AT 7320'. 0' FILL. D/O IN 8 MIN. FCP 500 PSI ON 26/64". CBP #2 AT 7735'. 48' SAND. D/O IN 10 MIN. FCP 500 PSI ON 26/64". |
| 19:00 | 0.50 | 19:30 | CLN | Clean Out Hole | CIRC W/ 20 BBLS. HANG SWIVEL AND BLOCKS. SDFN. TURN OVER TO FBC. |
| 19:30 | 10.50 | 06:00 | FBCK | Flowback Well | CREW TRAVEL. WELL TURNED OVER TO FBC AND PRODUCTION. |

14-33D-35 BTR 6/12/2014 06:00 - 6/13/2014 06:00

| | | | | | | |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|
| API 43-013-52162 | State/Province UTAH | County Duchesne | Field Name Black Tail Ridge | Well Status PRODUCING | Total Depth (ftKB) 9,322.0 | Primary Job Type Drilling & Completion |
|---------------------|------------------------|--------------------|--------------------------------|--------------------------|-------------------------------|---|

Time Log

| Start Time | Dur (hr) | End Time | Code | Category | Com |
|------------|----------|----------|------|-----------------|---|
| 06:00 | 1.00 | 07:00 | CTRL | Crew Travel | CREW TRAVEL. HSM. WELL FLOWING W/ 900 FCP ON 26/64" CHOKE. |
| 07:00 | 3.50 | 10:30 | DOPG | Drill Out Plugs | EST CIRC AND CONT D/O PLUGS. CBP #3 AT 8017'. C/O 48' SAND. D/O PLUG. FCP 800 ON 26/64". CBP #4 AT 8250'. C/O 54' SAND. D/O PLUG. FCP 900 ON 22/64". CBP #5 AT 8576'. C/O 57' SAND. D/O PLUG. FCP 700 ON 24/64". CBP #6 AT 8870'. C/O 23' SAND. D/O PLUG. FCP 650 ON 24/64". FC AT 9222'. C/O 54' SAND. D/O FC AND CMT TO 9275' WITH 292-JTS IN. CIRC CLEAN. RD PWR SWIVEL. |
| 10:30 | 1.00 | 11:30 | PULT | Pull Tubing | POOH AS LD 62-JTS TBG. PU HANGER. LUBE IN AND LAND HANGER. TBG DETAIL KB 13.00 HANGER .85 229-JTS 2-7/8" L-80 7267.43 2.31" XN NIPPLE 1.40 1-JT 2-7/8" L-80 31.70 POBS .65 EOT AT 7314.88'. |
| 11:30 | 2.00 | 13:30 | BOPR | Remove BOP's | RD FLOOR. ND BOP AND HYDRIL. DROP BALL. NU WH. POBS AT 3400 PSI. PLUMB IN FLOW LINES. |
| 13:30 | 0.50 | 14:00 | SRIG | Rig Up/Down | TURN WELL OVER TO FBC AND PRODUCTION. |
| 14:00 | 1.50 | 15:30 | RMOV | Rig Move | ROAD RIG TO RANDELET. |
| 15:30 | 14.50 | 06:00 | FBCK | Flowback Well | CREW TRAVEL. WELL FLOWING TO PRODUCTION. |

Form 3160-4
(August 2007)UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENTFORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

| | | | | | |
|--|--|--|---|--|--------------------------------------|
| 1a. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Dry <input type="checkbox"/> Other b. Type of Completion <input checked="" type="checkbox"/> New Well <input type="checkbox"/> Work Over <input type="checkbox"/> Deepen <input type="checkbox"/> Plug Back <input type="checkbox"/> Diff. Resvr. Other _____ | | | | 5. Lease Serial No. 20G0005608 | |
| 2. Name of Operator BILL BARRETT CORPORATION Contact: CHRISTINA HIRTLE E-Mail: chrtiler@billbarrettcorp.com | | | | 6. If Indian, Allottee or Tribe Name | |
| 3. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202 | | | 3a. Phone No. (include area code) Ph: 303-312-8597 | | 7. Unit or CA Agreement Name and No. |
| 4. Location of Well (Report location clearly and in accordance with Federal requirements)* Sec 33 T3S R5W Mer UBM At surface SESW 633FSL 1913FWL 40.171083 N Lat, 110.457864 W Lon At top prod interval reported below SESW 808FSL 1971FWL At total depth SESW 765FSL 1955FWL | | | | 8. Lease Name and Well No. 14-33D-35 BTR 9. API Well No. 43-013-52162 | |
| 14. Date Spudded 04/10/2014 | | | | 15. Date T.D. Reached 05/15/2014 | |
| 16. Date Completed <input type="checkbox"/> D & A <input type="checkbox"/> Ready to Prod. 06/12/2014 | | | | 10. Field and Pool, or Exploratory ALTAMONT 11. Sec., T., R., M., or Block and Survey or Area Sec 33 T3S R5W Mer UBM 12. County or Parish DUCHESNE 13. State UT | |
| 18. Total Depth: MD 9322 TVD 9301 | | 19. Plug Back T.D.: MD 9223 TVD 9202 | | 20. Depth Bridge Plug Set: MD TVD | |
| 21. Type Electric & Other Mechanical Logs Run (Submit copy of each) MUD,CBL,GAMMA RAY | | | | 22. Was well cored? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Was DST run? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Directional Survey? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) | |

23. Casing and Liner Record (Report all strings set in well)

| Hole Size | Size/Grade | Wt. (#/ft.) | Top (MD) | Bottom (MD) | Stage Cementer Depth | No. of Sk. & Type of Cement | Slurry Vol. (BBL) | Cement Top* | Amount Pulled |
|-----------|-------------|-------------|----------|-------------|----------------------|-----------------------------|-------------------|-------------|---------------|
| 24.000 | 16.000 COND | 65.0 | | 80 | 80 | | | | |
| 12.250 | 9.625 J-55 | 36.0 | | 3135 | 3126 | 760 | 352 | | |
| 8.750 | 5.500 P-110 | 17.0 | | 9322 | 9311 | 1470 | 483 | 4056 | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |

24. Tubing Record

| Size | Depth Set (MD) | Packer Depth (MD) | Size | Depth Set (MD) | Packer Depth (MD) | Size | Depth Set (MD) | Packer Depth (MD) |
|-------|----------------|-------------------|------|----------------|-------------------|------|----------------|-------------------|
| 2.875 | 7315 | | | | | | | |

25. Producing Intervals

| Formation | Top | Bottom | Perforated Interval | Size | No. Holes | Perf. Status |
|----------------|------|--------|---------------------|-------|-----------|--------------|
| A) GREEN RIVER | 7434 | 7971 | 7434 TO 7971 | 0.380 | 81 | OPEN |
| B) WASATCH | 7980 | 9184 | 7980 TO 9184 | 0.380 | 171 | OPEN |
| C) | | | | | | |
| D) | | | | | | |

26. Perforation Record

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

| Depth Interval | Amount and Type of Material |
|----------------|-----------------------------|
| 7434 TO 7971 | GREEN RIVER SEE STAGES 5-6 |
| 7980 TO 9184 | WASATCH SEE STAGES 1-5 |
| | |
| | |

28. Production - Interval A

| Date First Produced | Test Date | Hours Tested | Test Production | Oil BBL | Gas MCF | Water BBL | Oil Gravity Corr. API | Gas Gravity | Production Method |
|---------------------|--------------------------------|-----------------------|-----------------|----------------|-----------------|------------------|-----------------------|--------------------|-------------------|
| 06/12/2014 | 06/15/2014 | 24 | | 652.0 | 1066.0 | 433.0 | 45.0 | | FLOWS FROM WELL |
| Choke Size 21/64 | Tbg. Press. Flwg. 900 SI | Csg. Press. 2200.0 | 24 Hr. Rate | Oil BBL 652 | Gas MCF 1066 | Water BBL 433 | Gas:Oil Ratio 1635 | Well Status POW | |

28a. Production - Interval B

| Date First Produced | Test Date | Hours Tested | Test Production | Oil BBL | Gas MCF | Water BBL | Oil Gravity Corr. API | Gas Gravity | Production Method |
|---------------------|----------------------|--------------|-----------------|---------|---------|-----------|-----------------------|-------------|-------------------|
| | | | | | | | | | |
| Choke Size | Tbg. Press. Flwg. | Csg. Press. | 24 Hr. Rate | Oil BBL | Gas MCF | Water BBL | Gas:Oil Ratio | Well Status | |

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #252535 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

RECEIVED: Jul. 10, 2014

| 28b. Production - Interval C | | | | | | | | | |
|------------------------------|----------------------|--------------|----------------------|---------|---------|-----------|-----------------------|-------------|-------------------|
| Date First Produced | Test Date | Hours Tested | Test Production → | Oil BBL | Gas MCF | Water BBL | Oil Gravity Corr. API | Gas Gravity | Production Method |
| Choke Size | Tbg. Press. Flwg. SI | Csg. Press. | 24 Hr. Rate → | Oil BBL | Gas MCF | Water BBL | Gas:Oil Ratio | Well Status | |

| 28c. Production - Interval D | | | | | | | | | |
|------------------------------|----------------------|--------------|----------------------|---------|---------|-----------|-----------------------|-------------|-------------------|
| Date First Produced | Test Date | Hours Tested | Test Production → | Oil BBL | Gas MCF | Water BBL | Oil Gravity Corr. API | Gas Gravity | Production Method |
| Choke Size | Tbg. Press. Flwg. SI | Csg. Press. | 24 Hr. Rate → | Oil BBL | Gas MCF | Water BBL | Gas:Oil Ratio | Well Status | |

29. Disposition of Gas(*Sold, used for fuel, vented, etc.*)
SOLD

| 30. Summary of Porous Zones (Include Aquifers): | | | | | 31. Formation (Log) Markers | |
|---|-----|--------|------------------------------|--|---|--|
| Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries. | | | | | | |
| Formation | Top | Bottom | Descriptions, Contents, etc. | | Name | Top Meas. Depth |
| | | | | | GREEN RIVER MAHOGANY TGR3 DOUGLAS CREEK BLACK SHALE FACIES CASTLE PEAK UTELAND BUTTE WASATCH | 3332 4246 5503 6417 7237 7426 7741 7974 |

32. Additional remarks (include plugging procedure):
TOC was calculated by CBL, Conductor was cemented with grout. Attaches is the treatment data and logs, CBL will be mailed due to size. First gas sales 6/12/2014, oil sales were on 6/13/2014.

| 33. Circle enclosed attachments: | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7 Other: | |

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

**Electronic Submission #252535 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal**

Name(*please print*) CHRISTINA HIRTLER Title PERMIT ANALYST

Signature (Electronic Submission) Date 07/10/2014

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

RECEIVED: Jul. 10, 2014

14-33D-35 BTR Report Continued*

| 44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.) | | | | |
|--|---------------------------|--|---------------------------------------|--------------------------------|
| AMOUNT AND TYPE OF MATERIAL | | | | |
| <u><i>Stage</i></u> | <u><i>bbls Slurry</i></u> | <u><i>lbs Common White 100 Mesh Sand</i></u> | <u><i>lbs 20/40 Premium White</i></u> | <u><i>gal 15% HCl Acid</i></u> |
| 1 | 3024 | | 150,000 | 4400 |
| 2 | 2911 | | 150,000 | 3900 |
| 3 | 2888 | | 150,000 | 3900 |
| 4 | 2883 | | 150,000 | 3900 |
| 5 | 3359 | 13,800 | 150,000 | 3900 |
| 6 | 3420 | 14,060 | 151,340 | 3400 |

*Depth intervals for frac information same as perforation record intervals.



Payzone Directional

End of Well Report



| | | | |
|------------------|--------------------------|-------------------------------------|--|
| Company: | Bill Barrett Corporation | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Project: | Fort Duchesne | TVD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Site: | SECTION 33 T3S, R5W | MD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Well: | 14-33D-35 BTR | North Reference: | True |
| Wellbore: | Wellbore #1 | Survey Calculation Method: | Minimum Curvature |
| Design: | Actual | Database: | EDM 5000.1 Single User Db |

| | | | |
|-------------|---------------------------|---------------|----------------|
| Project | | Fort Duchesne | |
| Map System: | US State Plane 1983 | System Datum: | Mean Sea Level |
| Geo Datum: | North American Datum 1983 | | |
| Map Zone: | Utah Southern Zone | | |

| | | | | | |
|-----------------------|----------|---------------------|--|-------------------|--|
| Site | | SECTION 33 T3S, R5W | | | |
| Site Position: | | Northing: | | Latitude: | |
| From: | Lat/Long | Easting: | | Longitude: | |
| Position Uncertainty: | 0.0 usft | Slot Radius: | | Grid Convergence: | |
| | | 11,120,388.05 usft | | 40° 10' 13.550 N | |
| | | 1,933,852.68 usft | | 110° 27' 3.070 W | |
| | | 13-3/16 " | | 0.64 ° | |

| | | | | | | |
|----------------------|-------|--|---------------------|--------------------|---------------|-------------------|
| Well | | 14-33D-35 BTR, SHL: 40° 10' 15.90 -110° 27' 28.310 | | | | |
| Well Position | +N/-S | 0.0 usft | Northing: | 11,120,604.10 usft | Latitude: | 40° 10' 15.900 N |
| | +E/-W | 0.0 usft | Easting: | 1,931,889.17 usft | Longitude: | 110° 27' 28.310 W |
| Position Uncertainty | | 0.0 usft | Wellhead Elevation: | 5,792.0 usft | Ground Level: | 5,779.0 usft |

| | | | | | |
|-----------|-------------|-------------|-----------------|---------------|---------------------|
| Wellbore | Wellbore #1 | | | | |
| Magnetics | Model Name | Sample Date | Declination (°) | Dip Angle (°) | Field Strength (nT) |
| | IGRF2010 | 4/26/2014 | 11.13 | 65.75 | 51,999 |

| | | | | |
|-------------------|----------------------------|-----------------|-----------------|-------------------|
| Design | Actual | | | |
| Audit Notes: | | | | |
| Version: | 1.0 | Phase: | ACTUAL | Tie On Depth: 0.0 |
| Vertical Section: | Depth From (TVD) (usft) | +N/-S (usft) | +E/-W (usft) | Direction (°) |
| | 0.0 | 0.0 | 0.0 | 17.61 |

| Survey Program | | Date | 5/20/2014 | | |
|----------------|--------------|-------------------------|-----------|-----------------------------|--|
| From (usft) | To (usft) | Survey (Wellbore) | Tool Name | Description | |
| 81.0 | 9,322.0 | Survey #1 (Wellbore #1) | MWD | MWD v3:standard declination | |



Payzone Directional

End of Well Report



| | | | |
|------------------|--------------------------|-------------------------------------|--|
| Company: | Bill Barrett Corporation | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Project: | Fort Duchesne | TVD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Site: | SECTION 33 T3S, R5W | MD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Well: | 14-33D-35 BTR | North Reference: | True |
| Wellbore: | Wellbore #1 | Survey Calculation Method: | Minimum Curvature |
| Design: | Actual | Database: | EDM 5000.1 Single User Db |

| Survey | | | | | | | | | |
|--------------|------------|----------------------|---------------|------------------|---------------|---------------|---------------------|----------------------|---------------------|
| MD (usft) | Inc (°) | Azi (azimuth) (°) | TVD (usft) | V. Sec (usft) | N/S (usft) | E/W (usft) | DLeg (°/100usft) | Build (°/100usft) | Turn (°/100usft) |
| 0.0 | 0.00 | 0.00 | 0.0 | 0.0 | 0.0 | 0.0 | 0.00 | 0.00 | 0.00 |
| 81.0 | 0.10 | 180.40 | 81.0 | -0.1 | -0.1 | 0.0 | 0.12 | 0.12 | 0.00 |
| 175.0 | 0.35 | 195.90 | 175.0 | -0.4 | -0.4 | -0.1 | 0.27 | 0.27 | 16.49 |
| 270.0 | 0.10 | 140.20 | 270.0 | -0.8 | -0.8 | -0.1 | 0.32 | -0.26 | -58.63 |
| 365.0 | 0.27 | 178.50 | 365.0 | -1.0 | -1.1 | 0.0 | 0.21 | 0.18 | 40.32 |
| 459.0 | 0.48 | 203.00 | 459.0 | -1.6 | -1.6 | -0.2 | 0.28 | 0.22 | 26.06 |
| 523.0 | 0.09 | 273.80 | 523.0 | -1.9 | -1.9 | -0.4 | 0.72 | -0.61 | 110.62 |
| 586.0 | 0.31 | 245.27 | 586.0 | -2.0 | -2.0 | -0.6 | 0.37 | 0.35 | -45.29 |
| 659.0 | 0.40 | 236.90 | 659.0 | -2.4 | -2.2 | -0.9 | 0.14 | 0.12 | -11.47 |
| 744.0 | 0.30 | 254.20 | 744.0 | -2.7 | -2.4 | -1.4 | 0.17 | -0.12 | 20.35 |
| 828.0 | 0.30 | 301.60 | 828.0 | -2.8 | -2.3 | -1.8 | 0.29 | 0.00 | 56.43 |
| 912.0 | 0.40 | 330.10 | 912.0 | -2.5 | -2.0 | -2.1 | 0.24 | 0.12 | 33.93 |
| 996.0 | 0.70 | 336.10 | 996.0 | -1.9 | -1.3 | -2.5 | 0.36 | 0.36 | 7.14 |
| 1,081.0 | 0.70 | 330.60 | 1,081.0 | -1.2 | -0.3 | -3.0 | 0.08 | 0.00 | -6.47 |
| 1,165.0 | 0.53 | 308.20 | 1,165.0 | -0.7 | 0.4 | -3.5 | 0.35 | -0.20 | -26.67 |
| 1,249.0 | 0.83 | 230.59 | 1,249.0 | -1.1 | 0.2 | -4.3 | 1.05 | 0.36 | -92.39 |
| 1,333.0 | 0.88 | 219.47 | 1,333.0 | -2.2 | -0.7 | -5.2 | 0.21 | 0.06 | -13.24 |
| 1,418.0 | 1.19 | 214.60 | 1,417.9 | -3.7 | -1.9 | -6.1 | 0.38 | 0.36 | -5.73 |
| 1,502.0 | 1.30 | 215.30 | 1,501.9 | -5.4 | -3.4 | -7.1 | 0.13 | 0.13 | 0.83 |
| 1,568.0 | 0.80 | 227.20 | 1,567.9 | -6.5 | -4.3 | -7.9 | 0.82 | -0.76 | 18.03 |
| 1,652.0 | 0.80 | 201.30 | 1,651.9 | -7.6 | -5.3 | -8.6 | 0.43 | 0.00 | -30.83 |
| 1,736.0 | 1.10 | 198.64 | 1,735.9 | -9.0 | -6.6 | -9.0 | 0.36 | 0.36 | -3.17 |
| 1,821.0 | 1.10 | 200.62 | 1,820.9 | -10.6 | -8.1 | -9.6 | 0.04 | 0.00 | 2.33 |
| 1,905.0 | 1.40 | 202.90 | 1,904.9 | -12.5 | -9.8 | -10.3 | 0.36 | 0.36 | 2.71 |
| 1,990.0 | 0.80 | 187.20 | 1,989.8 | -14.1 | -11.4 | -10.7 | 0.78 | -0.71 | -18.47 |
| 2,074.0 | 1.54 | 170.92 | 2,073.8 | -15.7 | -13.1 | -10.6 | 0.96 | 0.88 | -19.38 |
| 2,158.0 | 2.30 | 181.90 | 2,157.8 | -18.3 | -15.8 | -10.5 | 1.00 | 0.90 | 13.07 |



Payzone Directional

End of Well Report



| | | | |
|------------------|--------------------------|-------------------------------------|--|
| Company: | Bill Barrett Corporation | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Project: | Fort Duchesne | TVD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Site: | SECTION 33 T3S, R5W | MD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Well: | 14-33D-35 BTR | North Reference: | True |
| Wellbore: | Wellbore #1 | Survey Calculation Method: | Minimum Curvature |
| Design: | Actual | Database: | EDM 5000.1 Single User Db |

| Survey | | | | | | | | | | |
|--------------|------------|----------------------|---------------|------------------|---------------|---------------|---------------------|----------------------|---------------------|--|
| MD (usft) | Inc (°) | Azi (azimuth) (°) | TVD (usft) | V. Sec (usft) | N/S (usft) | E/W (usft) | DLeg (°/100usft) | Build (°/100usft) | Turn (°/100usft) | |
| 2,242.0 | 2.90 | 180.60 | 2,241.7 | -21.9 | -19.7 | -10.6 | 0.72 | 0.71 | -1.55 | |
| 2,329.0 | 2.00 | 179.80 | 2,328.6 | -25.5 | -23.4 | -10.6 | 1.04 | -1.03 | -0.92 | |
| 2,414.0 | 1.20 | 186.50 | 2,413.6 | -27.8 | -25.7 | -10.7 | 0.96 | -0.94 | 7.88 | |
| 2,498.0 | 1.50 | 185.60 | 2,497.6 | -29.7 | -27.7 | -10.9 | 0.36 | 0.36 | -1.07 | |
| 2,582.0 | 1.10 | 198.80 | 2,581.5 | -31.6 | -29.6 | -11.3 | 0.59 | -0.48 | 15.71 | |
| 2,667.0 | 0.22 | 294.20 | 2,666.5 | -32.4 | -30.3 | -11.7 | 1.34 | -1.04 | 112.24 | |
| 2,752.0 | 0.83 | 0.67 | 2,751.5 | -31.8 | -29.6 | -11.8 | 0.90 | 0.72 | 78.20 | |
| 2,836.0 | 1.14 | 7.66 | 2,835.5 | -30.4 | -28.2 | -11.7 | 0.40 | 0.37 | 8.32 | |
| 2,920.0 | 1.30 | 0.50 | 2,919.5 | -28.6 | -26.4 | -11.6 | 0.26 | 0.19 | -8.52 | |
| 3,004.0 | 1.54 | 11.83 | 3,003.5 | -26.6 | -24.3 | -11.3 | 0.44 | 0.29 | 13.49 | |
| 3,062.0 | 1.80 | 16.10 | 3,061.4 | -24.9 | -22.7 | -10.9 | 0.50 | 0.45 | 7.36 | |
| 3,137.0 | 1.59 | 20.25 | 3,136.4 | -22.7 | -20.6 | -10.2 | 0.32 | -0.28 | 5.53 | |
| 3,221.0 | 1.81 | 21.84 | 3,220.4 | -20.2 | -18.2 | -9.3 | 0.27 | 0.26 | 1.89 | |
| 3,305.0 | 3.49 | 29.73 | 3,304.3 | -16.4 | -14.8 | -7.6 | 2.04 | 2.00 | 9.39 | |
| 3,390.0 | 4.99 | 22.01 | 3,389.0 | -10.2 | -9.1 | -4.9 | 1.88 | 1.76 | -9.08 | |
| 3,474.0 | 5.70 | 19.94 | 3,472.7 | -2.4 | -1.8 | -2.1 | 0.88 | 0.85 | -2.46 | |
| 3,558.0 | 6.41 | 22.01 | 3,556.2 | 6.5 | 6.5 | 1.1 | 0.88 | 0.85 | 2.46 | |
| 3,642.0 | 7.38 | 21.44 | 3,639.6 | 16.5 | 15.8 | 4.8 | 1.16 | 1.15 | -0.68 | |
| 3,727.0 | 8.09 | 20.25 | 3,723.8 | 28.0 | 26.5 | 8.8 | 0.86 | 0.84 | -1.40 | |
| 3,811.0 | 8.88 | 22.23 | 3,806.9 | 40.3 | 38.1 | 13.3 | 1.00 | 0.94 | 2.36 | |
| 3,895.0 | 10.00 | 19.15 | 3,889.8 | 54.1 | 51.0 | 18.2 | 1.46 | 1.33 | -3.67 | |
| 3,980.0 | 11.31 | 17.92 | 3,973.3 | 69.8 | 65.9 | 23.2 | 1.56 | 1.54 | -1.45 | |
| 4,064.0 | 10.60 | 17.65 | 4,055.8 | 85.7 | 81.1 | 28.1 | 0.85 | -0.85 | -0.32 | |
| 4,148.0 | 10.90 | 19.64 | 4,138.3 | 101.4 | 95.9 | 33.1 | 0.57 | 0.36 | 2.37 | |
| 4,233.0 | 11.49 | 22.40 | 4,221.7 | 117.9 | 111.3 | 39.0 | 0.94 | 0.69 | 3.25 | |
| 4,317.0 | 11.30 | 19.15 | 4,304.0 | 134.4 | 126.8 | 44.9 | 0.80 | -0.23 | -3.87 | |
| 4,401.0 | 11.49 | 17.92 | 4,386.4 | 151.0 | 142.5 | 50.2 | 0.37 | 0.23 | -1.46 | |



Payzone Directional

End of Well Report



| | | | |
|------------------|--------------------------|-------------------------------------|--|
| Company: | Bill Barrett Corporation | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Project: | Fort Duchesne | TVD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Site: | SECTION 33 T3S, R5W | MD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Well: | 14-33D-35 BTR | North Reference: | True |
| Wellbore: | Wellbore #1 | Survey Calculation Method: | Minimum Curvature |
| Design: | Actual | Database: | EDM 5000.1 Single User Db |

| Survey | | | | | | | | | | |
|--------------|------------|----------------------|---------------|------------------|---------------|---------------|---------------------|----------------------|---------------------|--|
| MD (usft) | Inc (°) | Azi (azimuth) (°) | TVD (usft) | V. Sec (usft) | N/S (usft) | E/W (usft) | DLeg (°/100usft) | Build (°/100usft) | Turn (°/100usft) | |
| 4,485.0 | 10.21 | 18.62 | 4,468.9 | 166.8 | 157.6 | 55.1 | 1.53 | -1.52 | 0.83 | |
| 4,570.0 | 8.22 | 16.02 | 4,552.8 | 180.5 | 170.5 | 59.2 | 2.39 | -2.34 | -3.06 | |
| 4,654.0 | 8.00 | 14.90 | 4,635.9 | 192.3 | 182.0 | 62.4 | 0.32 | -0.26 | -1.33 | |
| 4,738.0 | 7.20 | 14.92 | 4,719.2 | 203.4 | 192.7 | 65.2 | 0.95 | -0.95 | 0.02 | |
| 4,823.0 | 6.10 | 18.45 | 4,803.6 | 213.2 | 202.1 | 68.0 | 1.38 | -1.29 | 4.15 | |
| 4,907.0 | 4.60 | 20.34 | 4,887.2 | 221.1 | 209.5 | 70.6 | 1.80 | -1.79 | 2.25 | |
| 4,991.0 | 3.31 | 17.52 | 4,971.0 | 226.8 | 215.0 | 72.5 | 1.55 | -1.54 | -3.36 | |
| 5,076.0 | 2.12 | 15.85 | 5,055.9 | 230.9 | 218.8 | 73.7 | 1.40 | -1.40 | -1.96 | |
| 5,160.0 | 0.88 | 0.94 | 5,139.9 | 233.0 | 221.0 | 74.1 | 1.54 | -1.48 | -17.75 | |
| 5,244.0 | 0.40 | 274.92 | 5,223.9 | 233.6 | 221.7 | 73.8 | 1.12 | -0.57 | -102.40 | |
| 5,328.0 | 1.02 | 228.51 | 5,307.9 | 232.9 | 221.2 | 73.0 | 0.95 | 0.74 | -55.25 | |
| 5,413.0 | 1.28 | 215.43 | 5,392.9 | 231.3 | 219.9 | 71.8 | 0.43 | 0.31 | -15.39 | |
| 5,497.0 | 1.50 | 204.32 | 5,476.9 | 229.4 | 218.1 | 70.8 | 0.41 | 0.26 | -13.23 | |
| 5,581.0 | 1.28 | 188.72 | 5,560.8 | 227.3 | 216.2 | 70.3 | 0.52 | -0.26 | -18.57 | |
| 5,666.0 | 1.90 | 195.40 | 5,645.8 | 225.0 | 213.9 | 69.7 | 0.76 | 0.73 | 7.86 | |
| 5,750.0 | 1.68 | 215.90 | 5,729.8 | 222.4 | 211.6 | 68.6 | 0.80 | -0.26 | 24.40 | |
| 5,835.0 | 1.59 | 208.40 | 5,814.7 | 220.1 | 209.5 | 67.4 | 0.27 | -0.11 | -8.82 | |
| 5,919.0 | 1.50 | 189.00 | 5,898.7 | 217.9 | 207.4 | 66.6 | 0.63 | -0.11 | -23.10 | |
| 6,003.0 | 1.19 | 189.30 | 5,982.7 | 215.9 | 205.5 | 66.3 | 0.37 | -0.37 | 0.36 | |
| 6,088.0 | 1.41 | 210.05 | 6,067.7 | 214.0 | 203.7 | 65.6 | 0.61 | 0.26 | 24.41 | |
| 6,172.0 | 1.41 | 204.85 | 6,151.6 | 212.0 | 201.9 | 64.7 | 0.15 | 0.00 | -6.19 | |
| 6,256.0 | 1.41 | 199.90 | 6,235.6 | 209.9 | 200.0 | 63.9 | 0.14 | 0.00 | -5.89 | |
| 6,341.0 | 1.50 | 180.61 | 6,320.6 | 207.8 | 197.9 | 63.5 | 0.58 | 0.11 | -22.69 | |
| 6,425.0 | 1.50 | 170.43 | 6,404.6 | 205.8 | 195.7 | 63.7 | 0.32 | 0.00 | -12.12 | |
| 6,509.0 | 1.59 | 188.55 | 6,488.5 | 203.6 | 193.4 | 63.7 | 0.59 | 0.11 | 21.57 | |
| 6,594.0 | 1.81 | 190.75 | 6,573.5 | 201.2 | 191.0 | 63.3 | 0.27 | 0.26 | 2.59 | |
| 6,678.0 | 1.10 | 186.21 | 6,657.5 | 199.0 | 188.8 | 63.0 | 0.86 | -0.85 | -5.40 | |



Payzone Directional

End of Well Report



| | | | |
|------------------|--------------------------|-------------------------------------|--|
| Company: | Bill Barrett Corporation | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Project: | Fort Duchesne | TVD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Site: | SECTION 33 T3S, R5W | MD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Well: | 14-33D-35 BTR | North Reference: | True |
| Wellbore: | Wellbore #1 | Survey Calculation Method: | Minimum Curvature |
| Design: | Actual | Database: | EDM 5000.1 Single User Db |

| Survey | | | | | | | | | | |
|--------------|------------|----------------------|---------------|------------------|---------------|---------------|---------------------|----------------------|---------------------|--|
| MD (usft) | Inc (°) | Azi (azimuth) (°) | TVD (usft) | V. Sec (usft) | N/S (usft) | E/W (usft) | DLeg (°/100usft) | Build (°/100usft) | Turn (°/100usft) | |
| 6,762.0 | 1.59 | 185.50 | 6,741.4 | 197.1 | 186.9 | 62.8 | 0.58 | 0.58 | -0.85 | |
| 6,846.0 | 1.90 | 189.12 | 6,825.4 | 194.6 | 184.3 | 62.4 | 0.39 | 0.37 | 4.31 | |
| 6,931.0 | 1.28 | 202.34 | 6,910.4 | 192.3 | 182.1 | 61.8 | 0.84 | -0.73 | 15.55 | |
| 7,015.0 | 1.19 | 213.30 | 6,994.3 | 190.5 | 180.5 | 61.0 | 0.30 | -0.11 | 13.05 | |
| 7,099.0 | 1.19 | 205.95 | 7,078.3 | 188.8 | 179.0 | 60.2 | 0.18 | 0.00 | -8.75 | |
| 7,183.0 | 1.02 | 186.70 | 7,162.3 | 187.2 | 177.4 | 59.7 | 0.48 | -0.20 | -22.92 | |
| 7,268.0 | 1.50 | 214.00 | 7,247.3 | 185.4 | 175.8 | 59.0 | 0.89 | 0.56 | 32.12 | |
| 7,352.0 | 0.31 | 250.02 | 7,331.3 | 184.2 | 174.8 | 58.1 | 1.50 | -1.42 | 42.88 | |
| 7,436.0 | 0.22 | 292.81 | 7,415.3 | 184.1 | 174.8 | 57.8 | 0.25 | -0.11 | 50.94 | |
| 7,520.0 | 0.62 | 237.15 | 7,499.3 | 183.7 | 174.6 | 57.2 | 0.63 | 0.48 | -66.26 | |
| 7,605.0 | 1.28 | 218.73 | 7,584.3 | 182.5 | 173.6 | 56.3 | 0.85 | 0.78 | -21.67 | |
| 7,689.0 | 1.19 | 205.82 | 7,668.2 | 180.7 | 172.1 | 55.3 | 0.35 | -0.11 | -15.37 | |
| 7,773.0 | 1.68 | 201.72 | 7,752.2 | 178.6 | 170.1 | 54.5 | 0.60 | 0.58 | -4.88 | |
| 7,857.0 | 1.28 | 196.92 | 7,836.2 | 176.5 | 168.1 | 53.7 | 0.50 | -0.48 | -5.71 | |
| 7,942.0 | 0.49 | 211.30 | 7,921.2 | 175.2 | 166.9 | 53.3 | 0.96 | -0.93 | 16.92 | |
| 8,026.0 | 0.31 | 230.94 | 8,005.2 | 174.6 | 166.4 | 52.9 | 0.27 | -0.21 | 23.38 | |
| 8,110.0 | 0.80 | 214.72 | 8,089.2 | 173.9 | 165.8 | 52.4 | 0.61 | 0.58 | -19.31 | |
| 8,195.0 | 1.02 | 205.80 | 8,174.2 | 172.6 | 164.6 | 51.7 | 0.31 | 0.26 | -10.49 | |
| 8,279.0 | 1.41 | 207.54 | 8,258.1 | 170.8 | 163.1 | 50.9 | 0.47 | 0.46 | 2.07 | |
| 8,363.0 | 0.71 | 204.15 | 8,342.1 | 169.3 | 161.7 | 50.2 | 0.84 | -0.83 | -4.04 | |
| 8,448.0 | 1.02 | 195.33 | 8,427.1 | 168.0 | 160.4 | 49.8 | 0.40 | 0.36 | -10.38 | |
| 8,532.0 | 1.28 | 189.82 | 8,511.1 | 166.3 | 158.8 | 49.5 | 0.34 | 0.31 | -6.56 | |
| 8,616.0 | 1.41 | 187.71 | 8,595.1 | 164.4 | 156.9 | 49.2 | 0.17 | 0.15 | -2.51 | |
| 8,701.0 | 1.59 | 189.65 | 8,680.0 | 162.2 | 154.7 | 48.8 | 0.22 | 0.21 | 2.28 | |
| 8,785.0 | 1.90 | 190.53 | 8,764.0 | 159.6 | 152.1 | 48.4 | 0.37 | 0.37 | 1.05 | |
| 8,869.0 | 1.99 | 194.23 | 8,848.0 | 156.8 | 149.4 | 47.8 | 0.18 | 0.11 | 4.40 | |
| 8,953.0 | 2.12 | 201.40 | 8,931.9 | 153.8 | 146.5 | 46.8 | 0.34 | 0.15 | 8.54 | |



Payzone Directional

End of Well Report



| | | | |
|------------------|--------------------------|-------------------------------------|--|
| Company: | Bill Barrett Corporation | Local Co-ordinate Reference: | Well 14-33D-35 BTR |
| Project: | Fort Duchesne | TVD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Site: | SECTION 33 T3S, R5W | MD Reference: | 14-33D-35 BTR @ 5792.0usft (CAPSTAR 328) |
| Well: | 14-33D-35 BTR | North Reference: | True |
| Wellbore: | Wellbore #1 | Survey Calculation Method: | Minimum Curvature |
| Design: | Actual | Database: | EDM 5000.1 Single User Db |

| Survey | | | | | | | | | | |
|--------------|------------|----------------------|---------------|------------------|---------------|---------------|---------------------|----------------------|---------------------|--|
| MD (usft) | Inc (°) | Azi (azimuth) (°) | TVD (usft) | V. Sec (usft) | N/S (usft) | E/W (usft) | DLeg (°/100usft) | Build (°/100usft) | Turn (°/100usft) | |
| 9,038.0 | 2.30 | 199.10 | 9,016.8 | 150.5 | 143.4 | 45.7 | 0.24 | 0.21 | -2.71 | |
| 9,122.0 | 2.39 | 198.02 | 9,100.8 | 147.1 | 140.2 | 44.6 | 0.12 | 0.11 | -1.29 | |
| 9,206.0 | 2.50 | 199.20 | 9,184.7 | 143.5 | 136.8 | 43.5 | 0.14 | 0.13 | 1.40 | |
| 9,271.0 | 2.60 | 197.90 | 9,249.6 | 140.6 | 134.0 | 42.6 | 0.18 | 0.15 | -2.00 | |
| 9,322.0 | 2.60 | 197.90 | 9,300.6 | 138.3 | 131.8 | 41.8 | 0.00 | 0.00 | 0.00 | |

Checked By: _____ Approved By: _____ Date: _____

| | | |
|--|---|---|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: 1420H626533 |
| 1. TYPE OF WELL Oil Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 2. NAME OF OPERATOR: BILL BARRETT CORP | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202 | | 8. WELL NAME and NUMBER: 14-33D-35 BTR |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 0633 FSL 1913 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 33 Township: 03.0S Range: 05.0W Meridian: U | | 9. API NUMBER: 43013521620000 |
| PHONE NUMBER: 303 312-8134 Ext | | 9. FIELD and POOL or WILDCAT: ALTAMONT |
| COUNTY: DUCHESNE | | STATE: UTAH |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE | |
| <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 8/6/2014 | <input type="checkbox"/> ALTER CASING | |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CASING REPAIR | |
| <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | |
| | <input type="checkbox"/> CHANGE TUBING | |
| | <input type="checkbox"/> CHANGE WELL STATUS | |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | |
| | <input type="checkbox"/> DEEPEN | |
| | <input type="checkbox"/> FRACTURE TREAT | |
| | <input type="checkbox"/> OPERATOR CHANGE | |
| | <input type="checkbox"/> PLUG AND ABANDON | |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | |
| | <input type="checkbox"/> RECLAMATION OF WELL SITE | |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | |
| | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | |
| | <input type="checkbox"/> TUBING REPAIR | |
| | <input type="checkbox"/> VENT OR FLARE | |
| | <input type="checkbox"/> WATER SHUTOFF | |
| | <input type="checkbox"/> SI TA STATUS EXTENSION | |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | |
| | <input checked="" type="checkbox"/> OTHER | |
| | OTHER: <input type="text" value="Lease"/> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. The tribal lease has been earned for this well. The new lease number is 1420H626533. | | |
| Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY September 04, 2014 | | |
| NAME (PLEASE PRINT) Venessa Langmacher | PHONE NUMBER 303 312-8172 | TITLE Senior Permit Analyst |
| SIGNATURE N/A | DATE 8/6/2014 | |

Effective Date: 11/1/2016

| FORMER OPERATOR: | NEW OPERATOR: |
|--|--|
| Bill Barrett Corporation 1099 18th Street, Suite 2300 Denver, CO 80202 | Rig II, LLC 1582 West 2600 South Woods Cross, UT 84087 |
| CA Number(s): | Unit(s): |

WELL INFORMATION:

| Well Name | Sec | TWN | RNG | API | Entity | Mineral | Surface | Type | Status |
|-------------------|-----|-----|-----|-----|--------|---------|---------|------|--------|
| See Attached List | | | | | | | | | |

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2016
2. Sundry or legal documentation was received from the **NEW** operator on: 10/21/2016
3. New operator Division of Corporations Business Number: 8256968-0160

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: 10/21/2016
3. Reports current for Production/Disposition & Sundries: 11/2/2016
4. OPS/SI/TA well(s) reviewed for full cost bonding: 11/3/2016
5. UIC5 on all disposal/injection/storage well(s) approved on: 11/3/2016
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): 11/3/2016

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000712
2. Indian well(s) covered by Bond Number: LPM 922467
3. State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 11/7/2016
2. Entity Number(s) updated in **OGIS** on: 11/7/2016
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
6. Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

| Well Name | Sec | TWN | RNG | API Number | Entity | Mineral | Surface | Type | Status |
|---------------------|-----|------|------|------------|--------|---------|---------|------|--------|
| SWD 9-36 BTR | 9 | 030S | 060W | 4301350646 | 18077 | Indian | Fee | WD | A |
| 16-6D-46 BTR SWD | 6 | 040S | 060W | 4301350781 | 18327 | Indian | Fee | WD | A |
| 6-32-36 BTR SWD | 32 | 030S | 060W | 4301350921 | 18329 | Indian | Fee | WD | A |
| LC TRIBAL 8-26D-47 | 26 | 040S | 070W | 4301334024 | | Indian | Indian | OW | APD |
| 16-21D-37 BTR | 21 | 030S | 070W | 4301350758 | | Indian | Fee | OW | APD |
| 14-11D-37 BTR | 11 | 030S | 070W | 4301350862 | | Indian | Fee | OW | APD |
| 7-17D-46 BTR | 17 | 040S | 060W | 4301350883 | | Indian | Indian | OW | APD |
| 14-12D-37 BTR | 12 | 030S | 070W | 4301350894 | | Indian | Fee | OW | APD |
| 1-18D-36 BTR | 18 | 030S | 060W | 4301350922 | | Indian | Fee | OW | APD |
| 13-2D-45 BTR | 2 | 040S | 050W | 4301350931 | | Indian | Indian | OW | APD |
| 5H-16-46 BTR | 16 | 040S | 060W | 4301350992 | | Indian | Indian | OW | APD |
| 9H-17-45 BTR | 17 | 040S | 050W | 4301351098 | | Indian | Indian | OW | APD |
| 13H-8-46 BTR UB | 8 | 040S | 060W | 4301351124 | | Indian | Indian | OW | APD |
| 8H-9-46 BTR | 9 | 040S | 060W | 4301351140 | | Indian | Indian | OW | APD |
| LC TRIBAL 7-31D-37 | 31 | 030S | 070W | 4301351147 | | Indian | Fee | OW | APD |
| 14-16D-45 BTR | 16 | 040S | 050W | 4301351178 | | Indian | Indian | OW | APD |
| 16-19D-37 BTR | 19 | 030S | 070W | 4301351179 | | Indian | Fee | OW | APD |
| 6-2D-45 BTR | 2 | 040S | 050W | 4301351234 | | Indian | Indian | OW | APD |
| 2-2D-45 BTR | 2 | 040S | 050W | 4301351235 | | Indian | Indian | OW | APD |
| 10-26-35 BTR | 26 | 030S | 050W | 4301351248 | | Indian | Fee | OW | APD |
| LC TRIBAL 1H-33-46 | 33 | 040S | 060W | 4301351257 | | Indian | Fee | OW | APD |
| LC TRIBAL 9-25D-46 | 25 | 040S | 060W | 4301351276 | | Indian | Indian | OW | APD |
| LC TRIBAL 8H-30-45 | 30 | 040S | 050W | 4301351277 | | Indian | Indian | OW | APD |
| LC TRIBAL 16H-30-45 | 30 | 040S | 050W | 4301351279 | | Indian | Indian | OW | APD |
| LC TRIBAL 13-30D-45 | 30 | 040S | 050W | 4301351282 | | Indian | Indian | OW | APD |
| LC TRIBAL 16H-36-46 | 36 | 040S | 060W | 4301351291 | | Indian | Indian | OW | APD |
| LC TRIBAL 13H-30-46 | 30 | 040S | 060W | 4301351321 | | Indian | Indian | OW | APD |
| LC TRIBAL 13H-31-46 | 31 | 040S | 060W | 4301351326 | | Indian | Indian | OW | APD |
| LC TRIBAL 16-31D-46 | 31 | 040S | 060W | 4301351328 | | Indian | Indian | OW | APD |
| LC TRIBAL 5H-26-47 | 26 | 040S | 070W | 4301351337 | | Indian | Indian | OW | APD |
| LC TRIBAL 5H-19-45 | 20 | 040S | 050W | 4301351349 | | Indian | Indian | OW | APD |
| LC TRIBAL 16-36D-47 | 36 | 040S | 070W | 4301351363 | | Indian | Indian | OW | APD |
| 15-4D-47 BTR | 4 | 040S | 070W | 4301351377 | | Indian | Fee | OW | APD |
| 16-23D-46 LC TRIBAL | 23 | 040S | 060W | 4301351396 | | Indian | Fee | OW | APD |
| 15-2D-36 BTR | 2 | 030S | 060W | 4301351419 | | Indian | Fee | OW | APD |
| 16-23D-37 BTR | 23 | 030S | 070W | 4301351420 | | Indian | Fee | OW | APD |
| 11-9D-47 BTR | 9 | 040S | 070W | 4301351422 | | Indian | Fee | OW | APD |
| 15-13D-47 BTR | 13 | 040S | 070W | 4301351424 | | Indian | Indian | OW | APD |
| LC TRIBAL 15-19D-46 | 19 | 040S | 060W | 4301351426 | | Indian | Indian | OW | APD |
| 16-13D-45 BTR | 13 | 040S | 050W | 4301351428 | | Indian | Indian | OW | APD |

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

| | | | | | | | | | |
|---------------------|----|------|------|------------|--|--------|--------|----|-----|
| 14-12D-45 BTR | 12 | 040S | 050W | 4301351444 | | Indian | Indian | OW | APD |
| 16-14D-45 BTR | 14 | 040S | 050W | 4301351445 | | Indian | Indian | OW | APD |
| 5-13D-45 BTR | 13 | 040S | 050W | 4301351446 | | Indian | Indian | OW | APD |
| LC TRIBAL 16-26D-46 | 26 | 040S | 060W | 4301351450 | | Indian | State | OW | APD |
| LC TRIBAL 16-34D-46 | 34 | 040S | 060W | 4301351451 | | Indian | State | OW | APD |
| 16-12D-45 BTR | 12 | 040S | 050W | 4301351452 | | Indian | Indian | OW | APD |
| 8-12D-45 BTR | 12 | 040S | 050W | 4301351453 | | Indian | Indian | OW | APD |
| LC TRIBAL 1-35D-46 | 35 | 040S | 060W | 4301351454 | | Indian | Fee | OW | APD |
| 16-25D-37 BTR | 25 | 030S | 070W | 4301351455 | | Indian | Fee | OW | APD |
| LC TRIBAL 13H-29-46 | 28 | 040S | 060W | 4301351462 | | Indian | Fee | OW | APD |
| LC TRIBAL 14-30D-37 | 30 | 030S | 070W | 4301351494 | | Indian | Fee | OW | APD |
| 7-13D-45 BTR | 13 | 040S | 050W | 4301351497 | | Indian | Indian | OW | APD |
| LC TRIBAL 4H-35-46 | 35 | 040S | 060W | 4301351515 | | Indian | Fee | OW | APD |
| LC TRIBAL 13H-19-46 | 19 | 040S | 060W | 4301351543 | | Indian | Indian | OW | APD |
| 16-26D-37 BTR | 26 | 030S | 070W | 4301351598 | | Indian | Fee | OW | APD |
| LC TRIBAL 16-31D-37 | 31 | 030S | 070W | 4301351610 | | Indian | Fee | OW | APD |
| 5-4-35 BTR | 4 | 030S | 050W | 4301351613 | | Indian | Fee | OW | APD |
| LC TRIBAL 16-31D-47 | 31 | 040S | 070W | 4301351616 | | Indian | Indian | OW | APD |
| LC TRIBAL 13H-31-47 | 31 | 040S | 070W | 4301351617 | | Indian | Indian | OW | APD |
| LC TRIBAL 13-32D-47 | 32 | 040S | 070W | 4301351619 | | Indian | Indian | OW | APD |
| LC TRIBAL 16H-32-47 | 32 | 040S | 070W | 4301351620 | | Indian | Indian | OW | APD |
| LC TRIBAL 1-32D-47 | 32 | 040S | 070W | 4301351624 | | Indian | Indian | OW | APD |
| LC TRIBAL 4H-32-47 | 32 | 040S | 070W | 4301351625 | | Indian | Indian | OW | APD |
| LC TRIBAL 13-28D-47 | 28 | 040S | 070W | 4301351627 | | Indian | Indian | OW | APD |
| LC TRIBAL 13H-29-47 | 28 | 040S | 070W | 4301351628 | | Indian | Indian | OW | APD |
| LC TRIBAL 16H-28-47 | 28 | 040S | 070W | 4301351629 | | Indian | Indian | OW | APD |
| LC TRIBAL 1-28D-47 | 28 | 040S | 070W | 4301351639 | | Indian | Indian | OW | APD |
| LC TRIBAL 1H-27-47 | 28 | 040S | 070W | 4301351640 | | Indian | Indian | OW | APD |
| LC TRIBAL 4H-28-47 | 28 | 040S | 070W | 4301351641 | | Indian | Indian | OW | APD |
| LC TRIBAL 7-25D-58 | 25 | 050S | 080W | 4301351643 | | Indian | Indian | OW | APD |
| LC TRIBAL 6-25D-58 | 25 | 050S | 080W | 4301351644 | | Indian | Indian | OW | APD |
| LC TRIBAL 13H-24-58 | 24 | 050S | 080W | 4301351645 | | Indian | Indian | OW | APD |
| LC TRIBAL 16-24D-58 | 24 | 050S | 080W | 4301351646 | | Indian | Indian | OW | APD |
| LC Tribal 8-23D-46 | 23 | 040S | 060W | 4301351654 | | Indian | Fee | OW | APD |
| LC Tribal 16-35D-45 | 35 | 040S | 050W | 4301351656 | | Indian | Fee | OW | APD |
| LC Tribal 13H-35-45 | 35 | 040S | 050W | 4301351657 | | Indian | Fee | OW | APD |
| LC Tribal 16-36D-45 | 36 | 040S | 050W | 4301351658 | | Indian | Fee | OW | APD |
| LC Tribal 13H-36-45 | 36 | 040S | 050W | 4301351659 | | Indian | Fee | OW | APD |
| LC Tribal 5-36D-45 | 36 | 040S | 050W | 4301351661 | | Indian | Fee | OW | APD |
| LC Tribal 8-26D-46 | 26 | 040S | 060W | 4301351663 | | Indian | Fee | OW | APD |
| 3-29D-36 BTR | 29 | 030S | 060W | 4301351665 | | Indian | Fee | OW | APD |

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To: Rig II, LLC

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| LC Tribal 5-35D-45 | 35 | 040S | 050W | 4301351666 | Indian | Fee | OW | APD |
| LC Tribal 5-24D-46 | 24 | 040S | 060W | 4301351668 | Indian | Indian | OW | APD |
| LC TRIBAL 6-12D-58 | 12 | 050S | 080W | 4301351696 | Indian | Indian | OW | APD |
| LC TRIBAL 8-12D-58 | 12 | 050S | 080W | 4301351697 | Indian | Indian | OW | APD |
| LC TRIBAL 16H-22-47 | 21 | 040S | 070W | 4301351700 | Indian | Indian | OW | APD |
| 5-25D-37 BTR | 25 | 030S | 070W | 4301351803 | Indian | Fee | OW | APD |
| 8-3D-36 BTR | 3 | 030S | 060W | 4301351804 | Indian | Fee | OW | APD |
| 14-26D-37 BTR | 26 | 030S | 070W | 4301351805 | Indian | Fee | OW | APD |
| 9-4-35 BTR | 4 | 030S | 050W | 4301351806 | Indian | Fee | OW | APD |
| 11-4D-35 BTR | 4 | 030S | 050W | 4301351807 | Indian | Fee | OW | APD |
| 16-27D-37 BTR | 27 | 030S | 070W | 4301351808 | Indian | Fee | OW | APD |
| 14-27D-37 BTR | 27 | 030S | 070W | 4301351809 | Indian | Fee | OW | APD |
| 14-16D-46 BTR | 16 | 040S | 060W | 4301351812 | Indian | Indian | OW | APD |
| LC Tribal 16-35D-48 | 35 | 040S | 080W | 4301351847 | Indian | Indian | OW | APD |
| LC Tribal 13H-35-48 | 35 | 040S | 080W | 4301351848 | Indian | Indian | OW | APD |
| LC Tribal 13-2D-58 | 11 | 050S | 080W | 4301351850 | Indian | Indian | OW | APD |
| 5-13D-36 BTR | 13 | 030S | 060W | 4301351862 | Indian | Fee | OW | APD |
| 5-8D-36 BTR | 8 | 030S | 060W | 4301351871 | Indian | Fee | OW | APD |
| 16-1D-36 BTR | 1 | 030S | 060W | 4301351872 | Indian | Fee | OW | APD |
| 8-18D-46 BTR | 18 | 040S | 060W | 4301351897 | Indian | Fee | OW | APD |
| LC Tribal 5-36D-46 | 36 | 040S | 060W | 4301351905 | Indian | Indian | OW | APD |
| LC Tribal 5-26D-45 | 26 | 040S | 050W | 4301351907 | Indian | Indian | OW | APD |
| 14-13D-45 BTR | 13 | 040S | 050W | 4301351974 | Indian | Indian | OW | APD |
| 14-34D-46 DLB | 34 | 040S | 060W | 4301351975 | Indian | Fee | OW | APD |
| LC Tribal 5-21D-45 | 21 | 040S | 050W | 4301352001 | Indian | Indian | OW | APD |
| LC Tribal 8-22D-45 | 22 | 040S | 050W | 4301352002 | Indian | Indian | OW | APD |
| LC Tribal 8-25D-45 | 25 | 040S | 050W | 4301352007 | Indian | Indian | OW | APD |
| LC Tribal 16-25D-45 | 25 | 040S | 050W | 4301352008 | Indian | Indian | OW | APD |
| LC Tribal 16-22D-45 | 22 | 040S | 050W | 4301352009 | Indian | Indian | OW | APD |
| LC Tribal 16-26D-45 | 26 | 040S | 050W | 4301352010 | Indian | Indian | OW | APD |
| LC Tribal 14-31D-37 | 31 | 030S | 070W | 4301352016 | Indian | Fee | OW | APD |
| 5-12D-45 BTR | 12 | 040S | 050W | 4301352030 | Indian | Indian | OW | APD |
| LC Tribal 9-20D-45 | 20 | 040S | 050W | 4301352031 | Indian | Indian | OW | APD |
| LC Tribal 13-35D-47 | 35 | 040S | 070W | 4301352055 | Indian | Indian | OW | APD |
| LC Tribal 1-23D-47 | 23 | 040S | 070W | 4301352057 | Indian | Indian | OW | APD |
| 9-17D-46 BTR | 17 | 040S | 060W | 4301352059 | Indian | Indian | OW | APD |
| 11-18D-46 BTR | 18 | 040S | 060W | 4301352060 | Indian | Indian | OW | APD |
| 9-10D-47 BTR | 10 | 040S | 070W | 4301352092 | Indian | Fee | OW | APD |
| LC Tribal 1-17D-47 | 17 | 040S | 070W | 4301352096 | Indian | Fee | OW | APD |
| 7-35D-37 BTR | 35 | 030S | 070W | 4301352115 | Indian | Fee | OW | APD |
| 14-25D-37 BTR | 25 | 030S | 070W | 4301352116 | Indian | Fee | OW | APD |

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Effective 11/1/2016

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| LC Tribal 5-25-46 | 25 | 040S | 060W | 4301352126 | Indian | Indian | OW | APD |
| 8-33D-35 BTR | 33 | 030S | 050W | 4301352161 | Indian | Fee | OW | APD |
| 5-4D-36 BTR | 4 | 030S | 060W | 4301352175 | Indian | Fee | OW | APD |
| 7-4D-36 BTR | 4 | 030S | 060W | 4301352176 | Indian | Fee | OW | APD |
| LC Tribal 4-36D-47 | 36 | 040S | 070W | 4301352186 | Indian | Indian | OW | APD |
| LC Tribal 4-22D-46 | 22 | 040S | 060W | 4301352944 | Indian | Indian | OW | APD |
| LC Tribal 16-22D-46 | 22 | 040S | 060W | 4301352945 | Indian | Indian | OW | APD |
| LC Tribal 11-19D-46 | 19 | 040S | 060W | 4301352946 | Indian | Indian | OW | APD |
| LC Tribal 7-20D-45 | 20 | 040S | 050W | 4301352947 | Indian | Indian | OW | APD |
| 15-11D-35 BTR | 11 | 030S | 050W | 4301353056 | Indian | Fee | OW | APD |
| 13-11D-35 BTR | 11 | 030S | 050W | 4301353057 | Indian | Fee | OW | APD |
| BTR 16-36D-37 | 36 | 030S | 070W | 4301353059 | Indian | Fee | OW | APD |
| 4-29D-35 BTR | 30 | 030S | 050W | 4301353060 | Indian | Fee | OW | APD |
| 1-30D-35 BTR | 30 | 030S | 050W | 4301353061 | Fee | Fee | OW | APD |
| LC TRIBAL 3-23D-46 | 23 | 040S | 060W | 4301353066 | Indian | State | OW | APD |
| LC Tribal 14-23D-46 | 23 | 040S | 060W | 4301353067 | Indian | State | OW | APD |
| LC Tribal 13-25D-46 | 25 | 040S | 060W | 4301353068 | Indian | Indian | OW | APD |
| LC Tribal 14-26D-46 | 26 | 040S | 060W | 4301353069 | Indian | State | OW | APD |
| LC Tribal 5-26D-46 | 26 | 040S | 060W | 4301353070 | Indian | State | OW | APD |
| LC Tribal 11-35D-45 | 35 | 040S | 050W | 4301353071 | Indian | State | OW | APD |
| LC Tribal 7-35D-45 | 35 | 040S | 050W | 4301353072 | Indian | State | OW | APD |
| LC Tribal 3-35D-45 | 35 | 040S | 050W | 4301353075 | Indian | State | OW | APD |
| LC Tribal 14-36D-45 | 36 | 040S | 050W | 4301353076 | Indian | State | OW | APD |
| LC Tribal 13-36D-45 | 36 | 040S | 050W | 4301353077 | Indian | State | OW | APD |
| LC Tribal 10-36D-45 | 36 | 040S | 050W | 4301353078 | Indian | State | OW | APD |
| LC Tribal 8-36D-45 | 36 | 040S | 050W | 4301353079 | Indian | State | OW | APD |
| LC Tribal 6-36D-45 | 36 | 040S | 050W | 4301353080 | Indian | State | OW | APD |
| LC Tribal 1-34D-46 | 34 | 040S | 060W | 4301353081 | Indian | State | OW | APD |
| LC Tribal 9-27D-46 | 27 | 040S | 060W | 4301353082 | Indian | State | OW | APD |
| LC Tribal 13-35D-45 | 35 | 040S | 050W | 4301353083 | Indian | State | OW | APD |
| LC Tribal 8-35D-45 | 35 | 040S | 050W | 4301353084 | Indian | State | OW | APD |
| LC Tribal 15-35D-45 | 35 | 040S | 050W | 4301353085 | Indian | State | OW | APD |
| LC Tribal 12-25D-45 | 25 | 040S | 050W | 4301353122 | Indian | Indian | OW | APD |
| LC Tribal 14-25D-45 | 25 | 040S | 050W | 4301353123 | Indian | Indian | OW | APD |
| LC Tribal 10-25D-45 | 25 | 040S | 050W | 4301353124 | Indian | Indian | OW | APD |
| LC Tribal 11-26-45 | 26 | 040S | 050W | 4301353125 | Indian | Indian | OW | APD |
| LC Tribal 13-26D-45 | 26 | 040S | 050W | 4301353126 | Indian | Indian | OW | APD |
| LC Tribal 7-31D-46 | 31 | 040S | 060W | 4301353127 | Indian | Indian | OW | APD |
| LC Tribal 7-19D-45 | 19 | 040S | 050W | 4301353128 | Indian | Indian | OW | APD |
| LC Tribal 5-19D-45 | 19 | 040S | 050W | 4301353130 | Indian | Indian | OW | APD |
| LC Tribal 7-25D-46 | 25 | 040S | 060W | 4301353132 | Indian | Indian | OW | APD |

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Effective 11/1/2016

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| LC Tribal 7-24D-46 | 24 | 040S | 060W | 4301353134 | | Indian | Indian | OW | APD |
| LC Tribal 14-31D-46 | 31 | 040S | 060W | 4301353135 | | Indian | Indian | OW | APD |
| LC Tribal 14-30D-46 | 30 | 040S | 060W | 4301353136 | | Indian | Indian | OW | APD |
| 13-4-35 BTR SWD | 4 | 030S | 050W | 4301353293 | | Fee | Fee | OW | APD |
| LC FEE 14-26D-47 | 26 | 040S | 070W | 4301353294 | | Fee | Indian | OW | APD |
| LC Fee 5-25D-47 | 25 | 040S | 070W | 4301353295 | | Fee | Indian | OW | APD |
| 7-35-46 LC SWD | 35 | 040S | 060W | 4301353296 | | Fee | Fee | OW | APD |
| LC Fee 1H-33-47 | 32 | 040S | 070W | 4301353309 | | Fee | Indian | OW | APD |
| LC FEE 14-2D-58 | 2 | 050S | 080W | 4301353312 | | Fee | Indian | OW | APD |
| LC FEE 13H-21-47 | 21 | 040S | 070W | 4301353313 | | Fee | Indian | OW | APD |
| LC Fee 16-21D-47 | 21 | 040S | 070W | 4301353326 | | Fee | Indian | OW | APD |
| 16-7D-46 BTR | 7 | 040S | 060W | 4301353328 | | Fee | Indian | OW | APD |
| LC Fee 15-26D-47 | 26 | 040S | 070W | 4301353331 | | Fee | Indian | OW | APD |
| LC Fee 4-24D-47 | 23 | 040S | 070W | 4301353332 | | Fee | Indian | OW | APD |
| LC Fee 5-34D-47 | 34 | 040S | 070W | 4301353333 | | Fee | Indian | OW | APD |
| LC Fee 5-35D-47 | 35 | 040S | 070W | 4301353334 | | Fee | Indian | OW | APD |
| 13-34D-47 LC Fee | 34 | 040S | 070W | 4301353337 | | Fee | Indian | OW | APD |
| 14-35D-35 BTR | 35 | 030S | 050W | 4301352120 | | Fee | Fee | OW | DRL |
| 6-17D-46 BTR | 17 | 040S | 060W | 4301351078 | | Indian | Indian | OW | OPS |
| 5-34D-35 BTR | 34 | 030S | 050W | 4301351187 | | Indian | Fee | OW | OPS |
| 5-10D-45 BTR | 10 | 040S | 050W | 4301351221 | | Indian | Indian | OW | OPS |
| 5-3D-45 BTR | 3 | 040S | 050W | 4301351810 | | Indian | Indian | OW | OPS |
| 9-34D-35 BTR | 34 | 030S | 050W | 4301352117 | | Fee | Fee | OW | OPS |
| 5-35D-35 BTR | 35 | 030S | 050W | 4301352118 | | Fee | Fee | OW | OPS |
| 1-2D-46 BTR | 2 | 040S | 060W | 4301353086 | | Indian | Fee | OW | OPS |
| 7-21-46 DLB | 21 | 040S | 060W | 4301333567 | 16526 | Indian | Indian | OW | P |
| LC TRIBAL 1H-27-46 | 27 | 040S | 060W | 4301333568 | 18175 | Indian | Fee | GW | P |
| 7-29-46 DLB | 29 | 040S | 060W | 4301333584 | 17603 | Indian | Fee | GW | P |
| LC TRIBAL 12H-28-46 | 28 | 040S | 060W | 4301333631 | 18132 | Indian | Indian | GW | P |
| LC TRIBAL 13H-21-46 | 21 | 040S | 060W | 4301333632 | 18107 | Indian | Indian | GW | P |
| 12-36-36 BTR | 36 | 030S | 060W | 4301333638 | 16336 | Indian | Fee | GW | P |
| 5-5-46 BTR | 5 | 040S | 060W | 4301333639 | 16542 | Indian | Fee | OW | P |
| 5-23-36 BTR | 23 | 030S | 060W | 4301333642 | 16675 | Indian | Fee | GW | P |
| 14-29-36 BTR | 29 | 030S | 060W | 4301333643 | 16725 | Indian | Fee | OW | P |
| 14-30-36 BTR | 30 | 030S | 060W | 4301333644 | 16701 | Indian | Fee | GW | P |
| 7-20-46 DLB | 20 | 040S | 060W | 4301333657 | 16584 | Indian | Indian | OW | P |
| LC TRIBAL 5-21D-46 | 21 | 040S | 060W | 4301333658 | 18887 | Indian | Indian | OW | P |
| 5-20-46 DLB | 20 | 040S | 060W | 4301333659 | 18750 | Indian | Indian | GW | P |
| LC TRIBAL 13H-20-46 | 20 | 040S | 060W | 4301333678 | 17979 | Indian | Indian | GW | P |
| 14-7-46 BTR | 7 | 040S | 060W | 4301333806 | 16890 | Indian | Indian | GW | P |
| 7-8-45 BTR | 8 | 040S | 050W | 4301333820 | 16974 | Indian | Indian | OW | P |

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Effective 11/1/2016

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| 1-5-45 BTR | 5 | 040S | 050W | 4301333868 | 16931 | Indian | Indian | OW | P |
| 5-16-36 BTR | 16 | 030S | 060W | 4301333970 | 17195 | Indian | Fee | OW | P |
| 5-29-36 BTR | 29 | 030S | 060W | 4301333972 | 17557 | Indian | Fee | OW | P |
| 4-30-36 BTR | 30 | 030S | 060W | 4301333973 | 17249 | Indian | Fee | OW | P |
| 7-19-46 DLB | 19 | 040S | 060W | 4301334004 | 19018 | Indian | Indian | OW | P |
| 5-25-36 BTR | 25 | 030S | 060W | 4301334021 | 17126 | Fee | Fee | OW | P |
| 5-4-45 BTR | 4 | 040S | 050W | 4301334089 | 17507 | Indian | Indian | OW | P |
| 13-2-46 BTR | 2 | 040S | 060W | 4301334090 | 18618 | Indian | Indian | OW | P |
| 2-3-45 BTR | 3 | 040S | 050W | 4301334099 | 17932 | Indian | Indian | OW | P |
| 7-6-45 BTR | 6 | 040S | 050W | 4301334100 | 17653 | Indian | Indian | OW | P |
| 1-9-45 BTR | 9 | 040S | 050W | 4301334101 | 17910 | Indian | Indian | OW | P |
| 8-10-45 BTR | 10 | 040S | 050W | 4301334102 | 17530 | Indian | Indian | OW | P |
| 7-17-45 BTR | 17 | 040S | 050W | 4301334104 | 17933 | Indian | Indian | OW | P |
| 16-7-45 BTR | 7 | 040S | 050W | 4301334111 | 17665 | Indian | Indian | OW | P |
| 15-18-45 BTR | 18 | 040S | 050W | 4301334112 | 17832 | Indian | Indian | OW | P |
| 6-12-46 BTR | 12 | 040S | 060W | 4301334114 | 17964 | Indian | Indian | OW | P |
| 5-13-46 BTR | 13 | 040S | 060W | 4301334115 | 17833 | Indian | Indian | OW | P |
| 16-26-36 BTR | 26 | 030S | 060W | 4301334132 | 18028 | Indian | Fee | OW | P |
| 1-23-36 BTR | 23 | 030S | 060W | 4301334136 | 17722 | Indian | Fee | OW | P |
| 15-10-36 BTR | 10 | 030S | 060W | 4301334277 | 17419 | Indian | Fee | OW | P |
| 14-5-46 BTR | 5 | 040S | 060W | 4301350307 | 17624 | Fee | Fee | OW | P |
| 14X-22-46 DLB | 22 | 040S | 060W | 4301350351 | 17604 | Indian | Indian | OW | P |
| 16-13-36 BTR | 13 | 030S | 060W | 4301350372 | 17853 | Indian | Fee | OW | P |
| 5-33-46 DLB | 33 | 040S | 060W | 4301350397 | 17765 | Indian | Fee | OW | P |
| 5-34-46 DLB | 34 | 040S | 060W | 4301350415 | 17801 | Indian | State | GW | P |
| LC FEE 12H-32-46 | 32 | 040S | 060W | 4301350431 | 18003 | Fee | Fee | OW | P |
| 1-13D-47 BTR | 13 | 040S | 070W | 4301350445 | 18205 | Indian | Fee | OW | P |
| 16-8D-45 BTR | 8 | 040S | 050W | 4301350466 | 18799 | Indian | Indian | OW | P |
| 7-13D-46 BTR | 13 | 040S | 060W | 4301350470 | 18076 | Indian | Indian | OW | P |
| 14-8D-45 BTR | 8 | 040S | 050W | 4301350567 | 18207 | Indian | Indian | OW | P |
| 14-5D-45 BTR | 5 | 040S | 050W | 4301350568 | 18108 | Indian | Indian | OW | P |
| 16-31D-36 BTR | 31 | 030S | 060W | 4301350573 | 18004 | Indian | Fee | OW | P |
| 5-7D-46 BTR | 7 | 040S | 060W | 4301350574 | 18176 | Indian | Indian | OW | P |
| LC TRIBAL 13H-33-46 | 34 | 040S | 060W | 4301350575 | 18223 | Indian | State | OW | P |
| 5-8-45 BTR | 8 | 040S | 050W | 4301350607 | 18279 | Indian | Indian | OW | P |
| 16-6D-45 BTR | 6 | 040S | 050W | 4301350610 | 18177 | Indian | Indian | OW | P |
| 5-18D-45 BTR | 18 | 040S | 050W | 4301350611 | 18300 | Indian | Indian | OW | P |
| 7-26-37 BTR | 26 | 030S | 070W | 4301350641 | 18131 | Indian | Fee | OW | P |
| 3-11D-36 BTR | 11 | 030S | 060W | 4301350642 | 18299 | Indian | Fee | OW | P |
| 16-1D-46 BTR | 1 | 040S | 060W | 4301350675 | 18525 | Indian | Indian | OW | P |
| 14-3-45 BTR | 3 | 040S | 050W | 4301350676 | 18363 | Indian | Indian | OW | P |

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| 4-17D-45 BTR | 17 | 040S | 050W | 4301350687 | 18517 | Indian | Indian | OW | P |
| 5-6D-45 BTR | 6 | 040S | 050W | 4301350688 | 18726 | Indian | Indian | OW | P |
| 7-7D-45 BTR | 7 | 040S | 050W | 4301350689 | 18380 | Indian | Indian | OW | P |
| 14-10D-45 BTR | 10 | 040S | 050W | 4301350754 | 18447 | Indian | Indian | OW | P |
| 14-9D-45 BTR | 9 | 040S | 050W | 4301350755 | 18379 | Indian | Indian | OW | P |
| 13-16D-36 BTR | 16 | 030S | 060W | 4301350757 | 18206 | Indian | State | OW | P |
| 5-9D-36 BTR | 9 | 030S | 060W | 4301350843 | 18381 | Indian | Fee | OW | P |
| 16-5D-46 BTR | 5 | 040S | 060W | 4301350844 | 18280 | Fee | Fee | OW | P |
| 5-27D-37 BTR | 27 | 030S | 070W | 4301350847 | 18526 | Indian | Fee | OW | P |
| 7-4D-45 BTR | 4 | 040S | 050W | 4301350884 | 18562 | Indian | Indian | OW | P |
| 2-16D-45 BTR | 16 | 040S | 050W | 4301350899 | 18619 | Indian | Indian | OW | P |
| 16-10D-45 BTR | 10 | 040S | 050W | 4301350902 | 18725 | Indian | Indian | OW | P |
| 5-2D-36 BTR | 2 | 030S | 060W | 4301350913 | 18886 | Indian | Fee | OW | P |
| 13H-27-36 BTR | 27 | 030S | 060W | 4301350918 | 18445 | Indian | State | OW | P |
| 8-16D-46 BTR | 16 | 040S | 060W | 4301350953 | 19027 | Indian | Indian | OW | P |
| 16-16D-46 BTR | 16 | 040S | 060W | 4301350956 | 19028 | Indian | Indian | OW | P |
| 16-9D-45 BTR | 9 | 040S | 050W | 4301350962 | 18662 | Indian | Indian | OW | P |
| 14-31D-36 BTR | 31 | 030S | 060W | 4301350973 | 18524 | Indian | Fee | OW | P |
| 5-10D-36 BTR | 10 | 030S | 060W | 4301350978 | 18989 | Indian | Fee | OW | P |
| 1-32D-36 BTR | 32 | 030S | 060W | 4301350979 | 18648 | Indian | Fee | OW | P |
| 16-12D-36 BTR | 12 | 030S | 060W | 4301350980 | 18748 | Indian | Fee | OW | P |
| 2-18D-45 BTR | 18 | 040S | 050W | 4301350991 | 18776 | Indian | Indian | OW | P |
| 3-1-46 BTR | 1 | 040S | 060W | 4301351017 | 18777 | Indian | Fee | OW | P |
| 10-5-45 BTR | 5 | 040S | 050W | 4301351062 | 18724 | Indian | Indian | OW | P |
| 12-4D-45 BTR | 4 | 040S | 050W | 4301351063 | 18813 | Indian | Indian | OW | P |
| 1-10D-45 BTR | 10 | 040S | 050W | 4301351064 | 18966 | Indian | Indian | OW | P |
| 16-2D-46 BTR | 2 | 040S | 060W | 4301351079 | 18830 | Indian | Indian | OW | P |
| 9H-4-45 BTR | 4 | 040S | 050W | 4301351092 | 18814 | Indian | Indian | OW | P |
| 12-17-45 BTR | 17 | 040S | 050W | 4301351097 | 18984 | Indian | Indian | OW | P |
| 5-9D-46 BTR | 9 | 040S | 060W | 4301351109 | 19313 | Indian | Fee | OW | P |
| 14-9D-36 BTR | 9 | 030S | 060W | 4301351144 | 19004 | Indian | Fee | OW | P |
| 5-31D-36 BTR | 31 | 030S | 060W | 4301351146 | 18691 | Indian | Fee | OW | P |
| 4-9D-45 BTR | 9 | 040S | 050W | 4301351157 | 18883 | Indian | Indian | OW | P |
| 8-12D-46 BTR | 12 | 040S | 060W | 4301351159 | 18911 | Indian | Indian | OW | P |
| LC TRIBAL 16-23D-47 | 23 | 040S | 070W | 4301351180 | 18617 | Indian | Indian | OW | P |
| 14-7D-45 BTR | 7 | 040S | 050W | 4301351222 | 18949 | Indian | Indian | OW | P |
| 5-16D-45 BTR | 16 | 040S | 050W | 4301351223 | 18987 | Indian | Indian | OW | P |
| 4-5D-45 BTR | 5 | 040S | 050W | 4301351242 | 18882 | Indian | Indian | OW | P |
| LC TRIBAL 16H-19-45 | 19 | 040S | 050W | 4301351278 | 18627 | Indian | Indian | OW | P |
| LC TRIBAL 13-19D-45 | 19 | 040S | 050W | 4301351280 | 18628 | Indian | Indian | OW | P |
| LC TRIBAL 5-30D-45 | 30 | 040S | 050W | 4301351281 | 19448 | Indian | Indian | OW | P |

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

| | | | | | | | | | |
|---------------------|----|------|------|------------|-------|--------|--------|----|----|
| LC TRIBAL 15-24D-46 | 24 | 040S | 060W | 4301351283 | 18626 | Indian | Indian | OW | P |
| LC TRIBAL 13H-24-46 | 19 | 040S | 050W | 4301351289 | 18629 | Indian | Indian | OW | P |
| 7-16-47 BTR | 16 | 040S | 070W | 4301351296 | 18950 | Indian | Fee | OW | P |
| 14-18D-45 BTR | 18 | 040S | 050W | 4301351313 | 19005 | Indian | Indian | OW | P |
| LC TRIBAL 16-30D-46 | 30 | 040S | 060W | 4301351320 | 19006 | Indian | Indian | OW | P |
| LC TRIBAL 5-20D-45 | 20 | 040S | 050W | 4301351331 | 19449 | Indian | Indian | OW | P |
| 11-8D-46 BTR | 8 | 040S | 060W | 4301351336 | 19314 | Indian | Indian | OW | P |
| 5-7D-45 BTR | 7 | 040S | 050W | 4301351350 | 18951 | Indian | Indian | OW | P |
| 7-5-35 BTR | 5 | 030S | 050W | 4301351599 | 19078 | Indian | Fee | OW | P |
| 13-5D-35 BTR | 5 | 030S | 050W | 4301351600 | 18996 | Indian | Fee | OW | P |
| 11-5D-35 BTR | 5 | 030S | 050W | 4301351601 | 19061 | Fee | Fee | OW | P |
| 15-5D-35 BTR | 5 | 030S | 050W | 4301351602 | 19062 | Fee | Fee | OW | P |
| 9-5D-35 BTR | 5 | 030S | 050W | 4301351609 | 19029 | Indian | Fee | OW | P |
| 3-5D-35 BTR | 5 | 030S | 050W | 4301351638 | 19079 | Indian | Fee | OW | P |
| 7-8-46 BTR | 8 | 040S | 060W | 4301351702 | 19315 | Indian | Indian | OW | P |
| 7-30-46 DLB | 30 | 040S | 060W | 4301351703 | 18997 | Fee | Indian | OW | P |
| 3-13D-46 BTR | 13 | 040S | 060W | 4301351718 | 18881 | Indian | Indian | OW | P |
| 2-13D-46 BTR | 13 | 040S | 060W | 4301351719 | 18885 | Indian | Indian | OW | P |
| 12-12D-46 BTR | 12 | 040S | 060W | 4301351720 | 18867 | Indian | Indian | OW | P |
| 10-12D-46 BTR | 12 | 040S | 060W | 4301351721 | 18856 | Indian | Indian | OW | P |
| 11-11D-47 BTR | 11 | 040S | 070W | 4301352091 | 19633 | Fee | Fee | OW | P |
| 7-12D-47 BTR | 12 | 040S | 070W | 4301352094 | 19600 | Indian | Fee | OW | P |
| 5-12D-47 BTR | 12 | 040S | 070W | 4301352095 | 19634 | Indian | Fee | OW | P |
| 14-33D-35 BTR | 33 | 030S | 050W | 4301352162 | 19450 | Indian | Fee | OW | P |
| 16-33D-35 BTR | 33 | 030S | 050W | 4301352163 | 19451 | Indian | Fee | OW | P |
| 14-22-46 DLB | 22 | 040S | 060W | 4301333660 | 17604 | Indian | Indian | D | PA |
| 13H-31-36 BTR | 31 | 030S | 060W | 4301350465 | 18485 | Indian | Fee | OW | PA |
| 16X-23D-36 BTR | 23 | 030S | 060W | 4301350623 | 18007 | Indian | State | OW | PA |
| 8-6-45 BTR | 6 | 040S | 050W | 4301350900 | 18561 | Indian | Indian | OW | PA |
| 13-13-36 BTR | 13 | 030S | 060W | 4301350919 | 18364 | Indian | Fee | OW | PA |
| 7-28-46 DLB | 28 | 040S | 060W | 4301333569 | 16460 | Indian | Indian | OW | S |
| 5-21-36 BTR | 21 | 030S | 060W | 4301333641 | 16674 | Indian | Fee | GW | S |
| 13-26-36 BTR | 26 | 030S | 060W | 4301333980 | 17569 | Indian | Fee | OW | S |
| 14-1-46 BTR | 1 | 040S | 060W | 4301334113 | 18516 | Indian | Indian | OW | S |
| 16-21-36 BTR | 21 | 030S | 060W | 4301334130 | 17721 | Indian | Fee | OW | S |
| 14-21-36 BTR | 21 | 030S | 060W | 4301334131 | 18006 | Indian | Fee | OW | S |
| 7-16-36 BTR | 16 | 030S | 060W | 4301334133 | 17834 | Indian | Fee | OW | S |
| 1-30-36 BTR | 30 | 030S | 060W | 4301334134 | 17905 | Indian | Fee | OW | S |
| 16-30-36 BTR | 30 | 030S | 060W | 4301334135 | 18005 | Indian | Fee | OW | S |
| 3-23-36 BTR | 23 | 030S | 060W | 4301334137 | 17860 | Indian | Fee | OW | S |
| 16-16-36 BTR | 16 | 030S | 060W | 4301334138 | 17666 | Indian | Fee | OW | S |

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

| | | | | | | | | | |
|---------------------------|----|------|------|------------|-------|--------|--------|----|----|
| 4-26-36 BTR | 26 | 030S | 060W | 4301334139 | 17620 | Fee | Fee | OW | S |
| 9-11-36 BTR | 11 | 030S | 060W | 4301334276 | 17451 | Indian | Fee | OW | S |
| 3-36-36 BTR | 36 | 030S | 060W | 4301350398 | 17955 | Indian | Fee | OW | S |
| 7-10-36 BTR | 10 | 030S | 060W | 4301350437 | 18052 | Indian | Fee | OW | S |
| 16-12D-46 BTR | 12 | 040S | 060W | 4301350467 | 18051 | Indian | Indian | OW | S |
| 13H-13-46 BTR | 13 | 040S | 060W | 4301350468 | 18208 | Indian | Indian | OW | S |
| 13-12-46 BTR | 12 | 040S | 060W | 4301350469 | 18233 | Indian | Indian | OW | S |
| 14-8D-36 BTR | 8 | 030S | 060W | 4301350612 | 18163 | Indian | Fee | OW | S |
| 14-7D-36 BTR | 7 | 030S | 060W | 4301350613 | 18330 | Indian | Fee | OW | S |
| 16-9-36 BTR | 9 | 030S | 060W | 4301350645 | 18078 | Indian | Fee | OW | S |
| 7-27-37 BTR | 27 | 030S | 070W | 4301350647 | 18090 | Indian | Fee | OW | S |
| 16-12D-37 BTR | 12 | 030S | 070W | 4301350785 | 18446 | Indian | Fee | OW | S |
| 14-21D-37 BTR | 21 | 030S | 070W | 4301350859 | 18548 | Indian | Fee | OW | S |
| 10-18D-36 BTR | 18 | 030S | 060W | 4301350915 | 18884 | Indian | Fee | OW | S |
| 5-27D-36 | 27 | 030S | 060W | 4301350917 | 18482 | Indian | State | OW | S |
| 10-36D-36 BTR | 36 | 030S | 060W | 4301351005 | 18523 | Indian | Fee | OW | S |
| 14-6D-45 BTR | 6 | 040S | 050W | 4301351158 | 18967 | Indian | Indian | OW | S |
| 5H-1-46 BTR UTELAND BUTTE | 6 | 040S | 050W | 4301351215 | 18728 | Indian | Indian | OW | S |
| 5H-1-46 BTR WASATCH | 6 | 040S | 050W | 4301351216 | 18727 | Indian | Indian | OW | S |
| 1-25D-36 BTR | 25 | 030S | 060W | 4301351294 | 18798 | Indian | Fee | OW | S |
| 5-5D-35 BTR | 5 | 030S | 050W | 4301351605 | 19055 | Indian | Fee | OW | S |
| 16-23-36 BTR | 23 | 030S | 060W | 4301333971 | 17182 | Indian | Fee | OW | TA |
| LC TRIBAL 14-23D-47 | 23 | 040S | 070W | 4301334022 | 18616 | Indian | Indian | OW | TA |
| 5-32D-36 BTR | 32 | 030S | 060W | 4301350756 | 18328 | Indian | Fee | OW | TA |



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

Attached please find the change of operation Form 9, Form 5's and Request to Transfer APD form changing the operator from Bill Barrett Corporation to RIG II, LLC, effective 11/1/2016. Badlands Energy – Utah, LLC will be a sub-operator.

New Operator Contact information:

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
Telephone: (801) 683-4245
Fax: (801) 298-9889

Upon reviewing the attached, please contact myself with any questions at 303-312-8115.

Sincerely,

Bill Barrett Corporation

Brady Riley
Permit Analyst

RECEIVED
OCT 21 2016
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:
(see attached well list)

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

N/A

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:
(see attached well list)

9. API NUMBER:

10. FIELD AND POOL, OR WILDCAT:

1. TYPE OF WELL

OIL WELL ☒

GAS WELL ☐

OTHER

2. NAME OF OPERATOR:

RIG II, LLC

N4055

3. ADDRESS OF OPERATOR:

1582 West 2600 South

CITY Wood Cross

STATE UT

ZIP 84087

PHONE NUMBER:

(801) 683-4245

4. LOCATION OF WELL

FOOTAGES AT SURFACE: (see attached well list)

COUNTY:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION

☒ NOTICE OF INTENT
(Submit in Duplicate)

Approximate date work will start:

11/1/2016

☐ SUBSEQUENT REPORT
(Submit Original Form Only)

Date of work completion:

☐ ACIDIZE

☐ ALTER CASING

☐ CASING REPAIR

☐ CHANGE TO PREVIOUS PLANS

☐ CHANGE TUBING

☐ CHANGE WELL NAME

☐ CHANGE WELL STATUS

☐ COMINGLE PRODUCING FORMATIONS

☐ CONVERT WELL TYPE

☐ DEEPEN

☐ FRACTURE TREAT

☐ NEW CONSTRUCTION

☒ OPERATOR CHANGE

☐ PLUG AND ABANDON

☐ PLUG BACK

☐ PRODUCTION (START/RESUME)

☐ RECLAMATION OF WELL SITE

☐ RECOMPLETE - DIFFERENT FORMATION

☐ REPERFORATE CURRENT FORMATION

☐ SIDETRACK TO REPAIR WELL

☐ TEMPORARILY ABANDON

☐ TUBING REPAIR

☐ VENT OR FLARE

☐ WATER DISPOSAL

☐ WATER SHUT-OFF

☐ OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

RIG II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO RIG II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 11/1/2016. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

RIG II, LLC

1582 West 2600 South

Woods Cross, Utah 84087-0298

801-683-4245

(STATE/FEE BOND # 9219529/ BLM BOND # UTB000712/ BIA BOND # LPM9224670)

BILL BARRETT CORPORATION N4165

Duane Zavala

NAME (PLEASE PRINT)

Duane Zavala

SIGNATURE

Senior Vice President -

EH&S, Government and Regulatory Affairs

RIG II, LLC

Jesse McSwain

NAME (PLEASE PRINT)

Jesse McSwain

SIGNATURE

Manager

NAME (PLEASE PRINT) Jesse McSwain

TITLE Manager

SIGNATURE

Jesse McSwain

DATE

10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

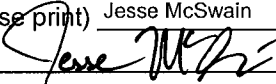
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

| | |
|---|---|
| Well name: | (See attached list) |
| API number: | |
| Location: | Qtr-Qtr: Section: Township: Range: |
| Company that filed original application: | Bill Barrett Corporation |
| Date original permit was issued: | |
| Company that permit was issued to: | Bill Barrett Corporation |

| Check one | Desired Action: |
|-------------------------------------|---|
| | Transfer pending (unapproved) Application for Permit to Drill to new operator |
| | The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application. |
| <input checked="" type="checkbox"/> | Transfer approved Application for Permit to Drill to new operator |
| | The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. |

| Following is a checklist of some items related to the application, which should be verified. | Yes | No |
|---|-------------------------------------|-------------------------------------|
| If located on private land, has the ownership changed? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| <input type="checkbox"/> If so, has the surface agreement been updated? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Has the approved source of water for drilling changed? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| Is bonding still in place, which covers this proposed well? Bond No. <small>9219529-UDOGM / UTB000712-BLM / LPM9224670-BIA</small> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Jesse McSwain Title Manager
Signature  Date 10/20/16
Representing (company name) RIG II, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

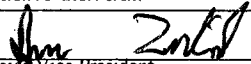
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

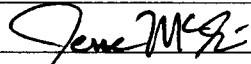
| | |
|--|---|
| Well Name and Number 6-32-36 BTR SWD | API Number 4301350921 |
| Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH | Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608 |

EFFECTIVE DATE OF TRANSFER: 11/1/2016

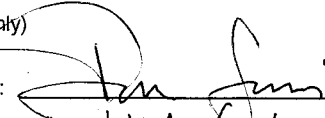
CURRENT OPERATOR

| | |
|---|---|
| Company: <u>BILL BARRETT CORPORATION</u> | Name: <u>Duane Zavadii</u> |
| Address: <u>1099 18th Street Ste 2300</u> | Signature: <u></u> |
| city <u>DENVER</u> state <u>CO</u> zip <u>80202</u> | Title: <u>Senior Vice President -</u> |
| Phone: <u>(303) 293-9100</u> | Title: <u>EH&S, Government and Regulatory Affairs</u> |
| Comments: | Date: <u>10/20/16</u> |

NEW OPERATOR

| | |
|---|---|
| Company: <u>RIG II, LLC</u> | Name: <u>Jesse McSwain</u> |
| Address: <u>1582 West 2600 South</u> | Signature: <u></u> |
| city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u> | Title: <u>Manager</u> |
| Phone: <u>(801) 683-4245</u> | Date: <u>10/20/16</u> |
| Comments: | |

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

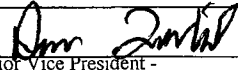
TRANSFER OF AUTHORITY TO INJECT

| | |
|---|--|
| Well Name and Number 16-6D-46 BTR SWD | API Number 4301350781 |
| Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH | Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608 |

EFFECTIVE DATE OF TRANSFER: 11/1/2016

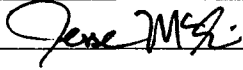
CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:


Name: Duane Zavadi
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: 
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

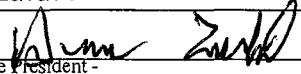
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

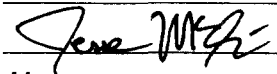
| | |
|--|---|
| Well Name and Number SWD 9-36 BTR | API Number 4301350646 |
| Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH | Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608 |

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

| | |
|---|---|
| Company: <u>BILL BARRETT CORPORATION</u> | Name: <u>Duane Zavadi</u> |
| Address: <u>1099 18th Street Ste 2300</u> | Signature: <u></u> |
| city <u>DENVER</u> state <u>CO</u> zip <u>80202</u> | Title: <u>Senior Vice President - EH&S, Government and Regulatory Affairs</u> |
| Phone: <u>(303) 293-9100</u> | Date: <u>10/20/16</u> |
| Comments: | |

NEW OPERATOR

| | |
|---|--|
| Company: <u>RIG II, LLC</u> | Name: <u>Jesse McSwain</u> |
| Address: <u>1582 West 2600 South</u> | Signature: <u></u> |
| city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u> | Title: <u>Manager</u> |
| Phone: <u>(801) 683-4245</u> | Date: <u>10/20/16</u> |
| Comments: | |

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

*This well was approved by USEPA.
EPA approval will be required.*